



Staff Summary Report

City Council Meeting Date: 06/23/04

Agenda Item Number: 6

SUBJECT: Hold the second public hearing for Tempe Marketplace for a zoning change, and a Preliminary and a Final Planned Area Development, located at 2080 East Rio Salado Parkway.

DOCUMENT NAME: 20040623dsd2k01

PLANNED DEVELOPMENT (0406)

SUPPORTING DOCS: Yes

COMMENTS: Hold the second public hearing for **TEMPE MARKETPLACE** (Brad Wilde, Miravista Holdings, LLC, Vestar Development Co., property owners) **#RRC04018** for a zoning change, a Preliminary PAD and a Final PAD for Phase 1, located at 2080 East Rio Salado Parkway. The following approval is requested from the City of Tempe:

#ZON-2004.04 Ordinance No. 808.2004.04 A zoning change from AG, Agricultural, I-2, General Industrial, I-3, Heavy Industrial to RCC, Regional Commercial Center on 128.2 net acres.

#SPD-2004.38 A Preliminary Planned Area Development consisting of 1,304,625 s.f. for retail, restaurant and office on 148 net acres, and a Final Planned Area Development for Phase I, consisting of 862,366 s.f. on 128.2 net acres.

PREPARED BY: DeeDee (D²) Kimbrell, Planner II (480-350-8438)

REVIEWED BY: Steve Venker, Planning & Zoning Manager (480-350-8920)

LEGAL REVIEW BY: N/A

FISCAL NOTE: N/A

RECOMMENDATION: Staff – Approval, subject to conditions.
Redevelopment Review Commission – Approval (6-0 vote) (Huellmantel recused himself)

ADDITIONAL INFO: The applicant/owner(s) are proposing a mixed-use development project (Tempe Marketplace) on 148 net acres. In order to accommodate the proposed redevelopment, they are requesting a zoning change, a Preliminary Planned Area Development (PAD) and a Final Planned Area Development for Phase 1. The proposed use of the retail site is an open air regional retail mall consisting of approximately ninety-five national retailers, anchored by twenty-two major tenants with over 1.3 million square feet of retail, restaurant and entertainment space. The proposed Phase 1 project area is located at the northeast corner of Rio Salado Parkway and McClintock Drive continuing north to the Red Mountain Freeway/Loop 202 and east to Clark Drive. **Note: On June 15, 2004, the Redevelopment Review Commission approved this request by a 6-0 vote. Several property owners spoke in opposition and a few spoke in support of this request. Staff also received a petition from several property owners protesting the rezoning of the property. Staff is not certain at this time if the petition is considered a legal protest. The documents have been given to the City Attorneys office for review. On June 17, 2004, City Council held their first public hearing for this request.**

- ATTACHMENTS:**
- 1. List of Attachments
 - 2-3. History & Facts / Description
 - 3-6. Comments
 - 7-9. Conditions of Approval

 - A. Location Map
 - B. Letter of Explanation/Intent
 - C. Justification of Use Permits and Variances
 - D. Design Narrative
 - E. Preliminary and Final PAD
 - F. Elevations
 - G. Landscape Plan
 - H. Traffic Impact Analysis
 - I. Aerial
 - J. Ordinance No. 808.2004.04

Preliminary Planned Area Development consisting of 1,304,625 s.f. for retail, restaurant and office on 148 net acres, and a Final Planned Area Development for Phase I, including site plan, landscape plan, building elevations and sign package consisting of 862,366 s.f. on 128.2 net acres, including three use permits and two variances, with changes to condition #2a, to extend timeframe from 6 months to 18 months for right-of-way dedication; and to continue the sign package. Approved conditions #1-#83 and continuing conditions #84-#96 with the sign package. (6-0 vote) Huellmantel recused himself.

June 17, 2004

City Council introduced and held their first public hearing for the request by Tempe Marketplace for a zoning change from AG, Agricultural, I-2, General Industrial, I-3, Heavy Industrial to RCC, Regional Commercial Center on 128.2 net acres and a Preliminary Planned Area Development consisting of 1,304,625 s.f. for retail, restaurant and office on 148 net acres, and a Final Planned Area Development for Phase I, consisting of 862,366 s.f. on 128.2 net acres.

DESCRIPTION: Owner – Brad Wilde, Miravista Holdings, LLC, Vestar Development Co.
Applicant – Gammage & Burnham, Manjula Vaz
Architect – Butler Design Group, Rick Butler and HTH Group, Mark Tweed
Civil Engineer – Optimus Civil Design, Jeff Behrana
Traffic Consultant – Heffernan & Associates, Kathryn Heffernan
Existing zoning – AG, I-2, I-3
Total site area – 148 net acres
Total building area – 1,478,829 s.f.

	<u>Phase 1</u>	<u>Phase 2</u>
Building area –	1,304,625 s.f.	174,204 s.f.
Parking required –	6,615 spaces	697 spaces
Parking provided –	6,617 spaces	1,275 spaces
Bicycle parking required –	None	70 spaces
Bicycle parking provided –	300 spaces	127 spaces

COMMENTS

The applicant is requesting a zoning change, a Preliminary Planned Area Development (PAD) for Tempe Marketplace, and a Final Planned Area Development for Phase 1 all on approximately 148 net acres. Approximately 128 acres will be rezoned from AG, Agricultural, I-2, General Industrial, and I-3, Heavy Industrial to RCC, Regional Commercial Center and developed as a retail site (Phase 1) and approximately 20 acres will remain zoned I-2 and I-3 and be developed as a Business Park site (Phase 2). The proposed use of the retail site is an open air regional retail mall consisting of approximately ninety-five national retailers, anchored by twenty-two major tenants with over 1.3 million square feet of retail, restaurant and entertainment space. The design review portion of this application includes the site plan, landscape plan, building elevations, the overall architectural design, and the comprehensive sign package. The proposed Phase 1 project area is located at the northeast corner of Rio Salado Parkway and McClintock Drive continuing north to the Red Mountain Freeway/Loop 202 and east to Clark Drive.

In November of 1999, the City annexed a 110-acre county island, also known as the "Rio Salado Annexation Area". On March 30, 2000, Council approved I-2, General Industrial Zoning to 103 acres of the 110-acre area. On June 7, 2001, redevelopment staff was directed by City Council to explore the possibilities of creating a redevelopment district from the recently annexed area. Redevelopment staff drafted and presented an agreement to property owners within the proposed redevelopment boundary and 65% of them signed the petition supporting the formation of the district. On September 13, 2001, City Council approved the formation of the McClintock – Rio Salado Parkway Redevelopment District.

General Plan 2020

This project is being processed under the former General Plan 2020. Both General Plan 2020 and General Plan 2030 Projected Land Use designates the subject property as Mixed-Use. However, the definition for mixed-use has changed in General Plan 2030, and would now require residential as part of the mix. Because of this change in definition, the city will be amending General Plan 2030 in October 2004 to accurately reflect the land use proposed within this development (Commercial). The purpose of that amendment is to account for all land within the correct land use category, based on the new definitions. Since the major amendment is based on the total area within a land use category, it is critical that land uses be accurately designated.

In General Plan 2020, the mixed-use category encourages development of creatively designed projects which combine service, office and retail uses. This category specifically encourages creatively designed developments that promote and expand the commercial and retail opportunities in the Town Lake area. The goal is to develop, through an integrated mixture of uses, a development where people can work and recreate, all in the same development. This site appears to be consistent with General Plan 2020. This proposal is consistent with General Plan 2020 Land Use Objective, which encourages continued growth in Tempe through redevelopment. The proposed land use also provides neighborhood commercial services for the area.

Staff encourages the project team to consider the elements of General Plan 2030. Below is a project analysis based on General Plan 2030. The goal of the land use element is to foster development that conserves resources and enhances the environment in which people live, learn, work and play. The project meets the following land use objectives:

- Encourage reinvestment and redevelopment
- Address particular geographic area needs
- Promote neighborhood enhancement

The project implements objectives stated in the Town Lake and the McClintock Growth Areas, however, it does not add residents to this area. There are specific objectives of General Plan 2030, with regard to the Community Design element, the Transportation Chapter and the Environmental Chapter which should be addressed. These include the need to respond to climactic factors, human comfort, pedestrian movement, and minimizing urban heat island impacts.

Land Use

This proposal is consistent with the Land Use Objective, which encourage continued growth in Tempe through redevelopment. The proposed land use could provide neighborhood commercial services for the area.

Zoning

Tempe Marketplace is proposing a Mixed-Use development project on parcels that are currently zoned AG, I-2 and I-3. In order to accommodate the proposed development the applicant is requesting to rezone the properties to RCC, Regional Commercial Center. The RCC district is designed to accommodate a variety of retail, commercial and entertainment uses. The proposed retail uses for Tempe Marketplace are all permitted uses (some subject to use permits) under the RCC Zoning District and appear to be compatible with the proposed zoning.

Site Analysis

The site is located east of Tempe Town Lake with McClintock Road as its west boundary, Red Mountain Freeway/Loop 202 as the north boundary, Loop 101 as the east boundary and Rio Salado Parkway as the south boundary. Currently, this site consists primarily of existing heavy industrial uses and buildings including the following: millwork manufacturing & planing yards, cement mixing plants, construction yards with storage tanks, salvage yards, metal recycling yards, and heavy manufacturing plants. It is comprised of approximately 50 separate industrially zoned parcels. Over the past several years the applicants have been working with the City of Tempe to purchase these parcels and/or relocate existing businesses. Due to years of industrial use, most of the properties are environmentally contaminated. With funding from the United States Department of Housing and Urban Development's Brownfields Economic Development Initiative program, the applicants and the City will clean up the site prior to the development of Tempe Marketplace.

Traffic Impact

The applicant submitted a traffic impact analysis report prepared by Heffernan and Associates, see attachment "H". Traffic Engineering staff met with the traffic consultant and consensus was reached on solutions for future improvements along Rio Salado Parkway and McClintock Drive. Due to the size of the development and the amount of trips generated by the proposed uses, improvements to the adjacent street system are necessary in order to accommodate the increase in traffic. Traffic Engineering staff will be present at the public hearing to answer any questions regarding the Traffic Impact Report.

Public Comments

At the Redevelopment Review Commission meeting on June 15, 2004, several property owners spoke in opposition and a few spoke in support of this request. Staff also received a petition from several property owners protesting the rezoning of the property. Staff is not certain at this time if the petition is considered a legal protest. The documents have been given to the City Attorneys office for review.

Project Description, (Overall Project)

The proposed development (Phase 1) consists of approximately 128 acres of the site as a regional retail mall. The remaining 20 acres (approximately) (Phase 2) will consist of a business park site located directly east of the retail site.

The RCC Zoning District is designed to accommodate a variety of retail, commercial and entertainment uses. The proposed use of the retail site is an open air regional retail mall. It is anticipated that the retail site will have 95 national retailers, anchored by 22 major tenants, 16 pad locations and a variety of smaller shops for unique or specialty retailers with over 1.3 million square feet of retail and entertainment space. The major tenants' square footage is approximately 794,350 square feet. The pad tenant square footage is approximately 160,000. Within the "District" area, major tenant square footage is approximately 148,200 square feet, with 202,075 square feet for specialty shops.

Tempe Marketplace encompasses many different types of retail. Using the scale of the development, they are able to create several experiences, while maintaining the pedestrian friendly integrity of the whole. Two of these unique areas include the "Garden Party" area and the "District". The "Garden Party" design concept is based on a 1950's garden party with upscale shopping and entertainment venues, the Garden Party area has outdoor entertainment spaces that will allow people to interact, listen to live music and enjoy the surrounding environment. The "District" is an entertainment area that is designed to emphasize energy and interactivity.

The Business Park site is approximately 20 acres. The applicant is submitting a Preliminary Plan of Development for approximately 862,366 square feet of industrial and office uses. In the future, the Business Park site may be expanded to include the County/ Arizona Department of Transportation (ADOT) parcel located east of the Business Park site. Conceptually, the applicants' intention for the Business Park is to have several industrial/office building. These building will range from approximately 31,000 square feet to 36,300 square feet. As mentioned, it is the applicants' intent to relocate some of the existing industrial users to the Business Park site.

The applicant is proposing to depress the truck loading area approximately four feet below street level, and build berms approximately four feet above sidewalk level to provide screening for the area between the back of the major tenant buildings and Rio Salado Parkway and McClintock Drive. They are also proposing intensive landscaping along those two streets and green-screens for the loading areas. Staff has some concerns with this concept. We believe it gives the effect of "hiding" the development from the City vantage point and don't believe the developer has done enough at the "pedestrian level" to attract the citizens and pedestrians of Tempe. The main pedestrian entrance to the site would exist at the point located at the northeast corner of McClintock and Rio Salado Parkway. It appears to staff that the development has "turned their back" on Tempe by not "opening-up" the project to the main intersection of McClintock Drive and Rio Salado Parkway, but primarily focusing on views from the freeway traffic. Staff recommends the development team take a closer look at the aforementioned intersection to try to "open it up" to bring the vitality of the project out towards the intersection to draw the public in from the city/street level not just the regional/freeway level. Staff also recommends the developer to increase the area between buildings "E-B" and "E-C" to provide view corridor into the "District" from the intersection of McClintock Drive and Rio Salado Parkway.

With limited developable sites remaining in Tempe, the City should encourage high quality, redevelopment projects that

promotes optimum uses and exemplify the highest standards, not merely the bare functional essentials to satisfy market conditions.

All of the inline buildings and pad structures utilize very simple architecture. Current designs indicate that this will be “standard box” architecture that will be highlighted with color, decorative metal canopies, trellises and screens. The applicant indicates in the narrative that massing and layered “fragments” are relied on to provide relief to large wall planes and surfaces. Staff is in support of the concept, but will hold final opinion and verify details at time of building permit submittal. Additional design work needs to be done to the buildings that back up to McClintock Drive and Rio Salado Parkway, as well as consideration of the intersection corner as a site for future building(s).

There is over 1.3 million square feet of retail space in this development. Every one of the 133 plus tenants will have their own front entry, each of which will be unique. The range of colors in the palette is dramatic. A variation of grays, greens, oranges, yellows, browns, reds and purples will be incorporated into the building elevations, freestanding signs, site walls etc. Three (3) different metal materials have been identified for canopies and accent elements.

Landscaping plays a major role in the success of the building design. The plant materials, green screens and hardscape reduce the appearance of the sizable structures on site. These elements help to create a pedestrian scale in an environment that is very large. Vegetation is used in the parking areas to shade vehicles/pedestrians and is also used as a guide to pull people to the pedestrian paths. Interior “District” designations will incorporate paving with planting areas and pots. Benches, tables and chairs will be blended into these environments.

Conclusion

In General Plan 2020, the mixed-use category encourages development of creatively designed projects which combine service, office and retail uses. This category specifically encourages creatively designed developments that promote and expand the commercial and retail opportunities in the Town Lake area. The goal is to develop, through an integrated mixture of uses, a development where people can work and recreate, all in the same development. This site appears to be consistent with General Plan 2020. This proposal is consistent with General Plan 2020 Land Use Objective, which encourages continued growth in Tempe through redevelopment. The proposed land use also provides neighborhood commercial services for the area.

Tempe Marketplace presents the extraordinary opportunity to redevelop a brownfields site as a premiere retail destination. Retail centers of this magnitude are usually built on the edge of the urban area, not at infill locations. Here, there is an opportunity to bring existing residents the kind of retail amenities usually afforded only in newly developing parts of the metro area.

Tempe Marketplace encompasses many different types of retail. Using the scale of the development, they are able to create several experiences, while maintaining the pedestrian friendly integrity of the whole. Two of these unique areas include the “Garden Party” area and the “District”. The “Garden Party” design concept is based on a 1950’s garden party with upscale shopping and entertainment venues, the Garden Party area has outdoor entertainment spaces that will allow people to interact, listen to live music and enjoy the surrounding environment. The “District” is an entertainment area that is designed to emphasize energy and interactivity.

The applicants envision Tempe Marketplace as a regional shopping mall which will draw from all parts of Maricopa County and the State of Arizona.

It appears to staff that the development has “turned their back” on Tempe by not “opening-up” the project to the main intersection of McClintock Drive and Rio Salado Parkway, but primarily focusing on the freeway traffic. Staff recommends the development team to take a closer look at the at-for-mentioned intersection to try to “open it up” to bring the vitality of the project out towards the intersection to draw the public in from the city/street level not just the regional/freeway level. Staff also recommends the developer to increase the area between buildings “E-B” and “E-C” to provide view corridor into the “District” from the intersection of McClintock Drive and Rio Salado Parkway.

With limited developable sites remaining in Tempe, the City should encourage high quality, redevelopment projects that

promotes optimum uses and exemplify the highest standards, not merely the bare functional essentials to satisfy market conditions.

Planning staff recommends approval subject to the attached conditions. To date, no public concerns or comments have been received.

REASONS FOR APPROVAL:

1. The overall proposal is consistent with the general guidelines and projected land use map of General Plan 2020.
2. The proposed development is consistent with the Land Use Objectives, which encourages continues growth in Tempe through redevelopment.
3. The Preliminary and Final PAD meet the minimum requirements set by Ordinance 808 on format and standards.

CONDITIONS OF APPROVAL:

GENERAL

1. a. The Public Works Department shall approve all roadway, alley, and utility easement dedications, driveways, storm water retention, and street drainage plans, water and sewer construction drawings, refuse pickup, and off-site improvements.
b. Off-site improvements to bring roadways to current standards include:
 - (1) Water lines and fire hydrants
 - (2) Sewer lines
 - (3) Storm drains.
 - (4) Roadway improvements including street lights, curb, gutter, bike path, sidewalk, bus shelter, and related amenities.
c. Fees to be paid with the development of this project include:
 - (1) Water and sewer development fees.
 - (2) Water and/or sewer participation charges.
 - (3) Inspection and testing fees.
2. a. All street dedications shall be made within ~~six (6)~~ **eighteen (18)** months of Redevelopment Review Commission approval. **MODIFIED BY COMMISSION**
b. Public improvements must be installed prior to the issuance of any occupancy permits. Any phasing shall be approved by the Public Works Department.
c. All new and existing, as well as on-site and off-site, utility lines (other than transmission lines) shall be placed underground prior to the issuance of an occupancy permit for this (re)development in accordance with the Code of the City of Tempe - Section 25.120.
3. Should the property be subdivided, the owner(s) shall provide a continuing care condition, covenant and restriction for all of the project's landscaping, required by Ordinance or located in any common area on site. The CC&R's shall be in a form satisfactory to the Development Services Manager and City Attorney.
4. No variances shall be created by future property lines without the prior approval of the City of Tempe.
5. The owner/developer shall comply with all applicable state and federal laws regarding archeological artifacts on this site.
6. The Preliminary Planned Area Development for Tempe Marketplace and the Final PAD for Phases 1 shall be put into

proper engineered format with appropriate signature blanks and recorded with the Maricopa County Recorder's Office through the City of Tempe's Development Services Department on or before **June 23, 2005**.

7. A valid building permit shall be obtained and substantial construction commenced **on or before June 23, 2005** or the variances shall be deemed null and void.
8. A building permit shall be obtained and substantial construction commenced **on or before June 23, 2006** or the zoning shall revert to that in place at the time of application, subject to a public hearing.
9. A Final Subdivision Plat must be approved by the City Council and recorded with the Maricopa County Recorder's Office prior to the issuance of any construction permits for this project.
10. The owner/developer shall process a Final PAD for the southwest corner of the Tempe Marketplace PAD.
(McClintock Drive & Rio Salado Parkway Intersection)
11. Plans must be submitted to the Development Services Building Safety Division for building permit by **June 15, 2005**, or Redevelopment Review approval will expire.
12. Meet with Design Review Board staff (480-350-8331) prior to the issuance of Building Permits to discuss any and all modifications to the plans as proposed.
13. Verify all comments by the Public Works Department, Development Services Department, and Fire Department given on the Preliminary Site Plan Review dated 1/25/2004, 4/16/2004 and 5/14/2004. Any comments which result in changes which affect Design Review Board approval of this project shall be reviewed and approved by staff prior to issuance of building permits.

Details to be submitted and approved by staff prior to issuance of building permits.

SITE PLAN

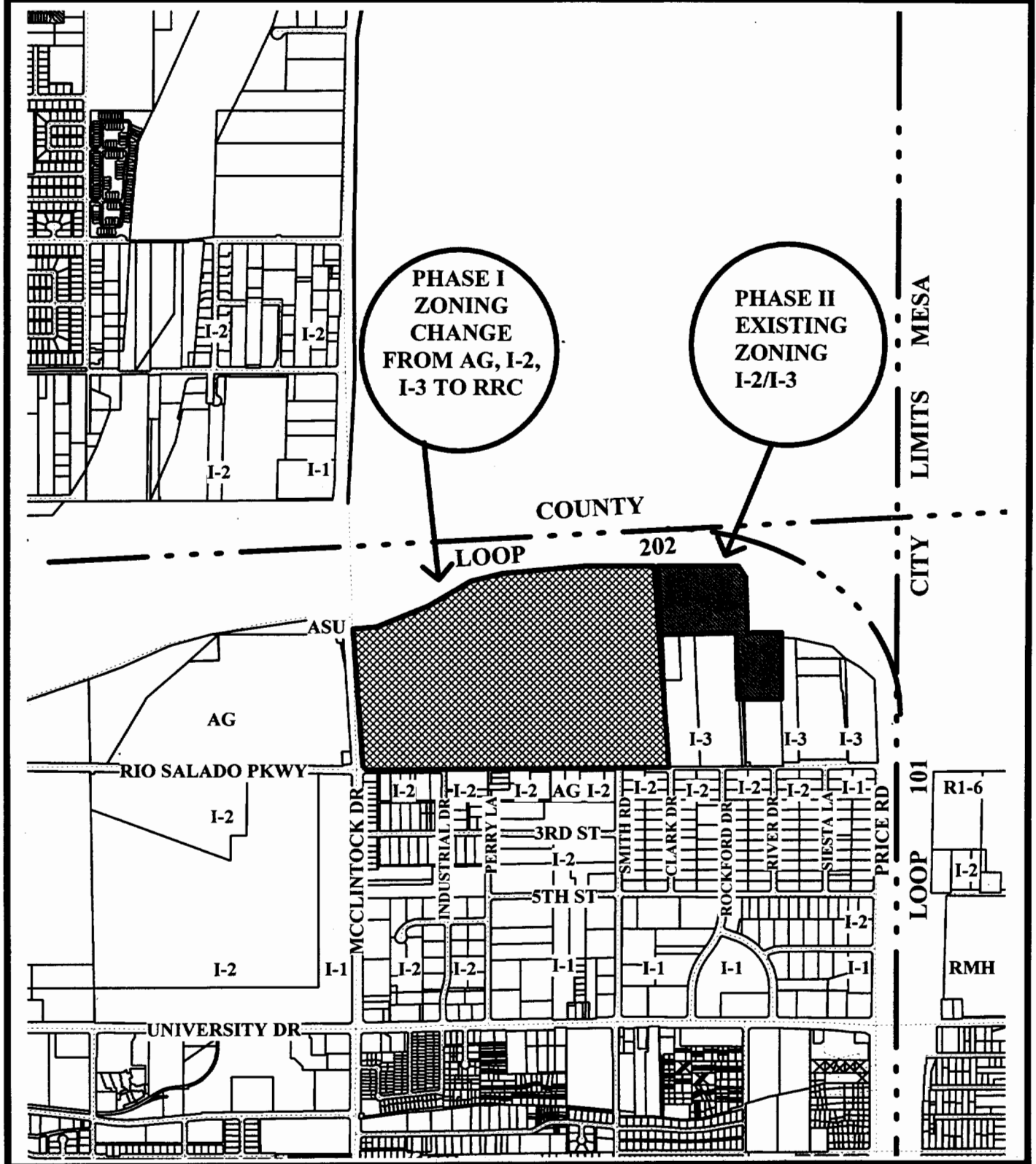
14. Details of fire prevention, fire access, emergency water supply issues, and fire truck loading shall be resolved with the Fire Department prior to issuance of a building permit. Meet with Jim Walker of the Tempe Fire Department (480-350-8341). Be prepared to discuss and resolve the following:
 - a. placement of fire lane signs;
 - b. maintain 45-foot turning radius and 20-foot wide fire lane;
 - c. fire hydrant locations.
15. The owner/developer shall meet with staff to discuss design solutions that will improve the appearance of this project at the intersection and along the street frontages of McClintock Drive and Rio Salado Parkway and enhance the recognition of the motorists and pedestrians utilizing the arterial streets.
16. The owner/developer shall meet with staff to discuss design solutions to improve the visibility of the "District" from the intersection of McClintock and Rio Salado Parkway.
17. The owner/developer shall construct and dedicate right-of-way including a shelter for a bus pull-out at the northeast corner of McClintock and Rio Salado Parkway. Details to be approved by City of Tempe Transportation Department.
18. The owner/developer shall construct dual-left turn lanes for both the north and south approaches at the intersection of Rio Salado Parkway and McClintock Drive.
19. The owner/developer shall design and construct Driveway B, to allow right-in and right-out movements only. (see attachment "H₁₂")
20. The owner/developer shall modify the existing raised medians on Rio Salado Parkway at the intersections of Perry Lane (Driveway D) and Smith Road (Driveway F) to provide a minimum of 175 feet storage (250 feet desirable) and

150 feet storage (200 feet desirable) respectively for inbound left-turn movements. (see attachment "H₁₂")

21. The owner/developer shall work with Transportation staff to study the feasibility of constructing a separate right-turn lane to accommodate the heavy eastbound to southbound movement from Rio Salado Parkway onto Price Road.
22. The owner/developer shall be responsible for all costs associated with necessary modifications to the existing traffic signal at the intersection of Rio Salado Parkway and Perry Land (Driveway D) in order to accommodate the increase in traffic due to the development. (see attachment "H₁₂")
23. The owner/developer shall be responsible for all costs associated with the design and installation of new traffic signals at Driveway A and at the intersection of Rio Salado Parkway and Smith Road (Driveway F). (see attachment "H₁₂")
24. The owner/developer shall install deceleration/right-turn lanes at each of the three signalized site access points. A minimum of 250 feet of storage, exclusive of the taper, shall be provided for Driveway A on McClintock Drive and for Driveways D and F on Rio Salado Parkway. (see attachment "H₁₂")
25. Design details for conditions 21 through ~~26~~ **24** shall be coordinated with Transportation staff. All plans shall be reviewed and approved by Transportation staff prior to issuance of any permit. **MODIFIED BY STAFF**

TEMPE MARKETPLACE

SPD-2004.38
ZON-2004.04



Location Map



Tempe Marketplace

Applicants' Letter of Intent

Miravista Holdings LLC and Vestar Development Company (the "Applicants") respectfully submit this application to redevelop approximately 148 net acres located southwest of the intersection of the Loop 101/202 interchange in Tempe, Arizona (the "Site"). Specifically, the Site itself is bordered by the Red Mountain Freeway/Loop 202 on the north, McClintock Road on the west, the 101 Freeway on the east and Rio Salado Parkway on the south.

The Applicants intend to develop approximately 128.2 acres of the Site as a regional retail mall (the "Retail Site"). The regional mall will be called Tempe Marketplace ("Tempe Marketplace"). In addition, the Applicants' site plan reflects the proposed development of an approximately 19.8 acre business park (the "Business Park Site"). The Business Park Site is located directly east of the Retail Site.

Planning Context

The Site is located southwest of the Loop 101/202 interchange. The current City of Tempe ("City") General Plan classifies the Site as Industrial. The proposed General Plan 2030 designation for the Site is Mixed Use. According to General Plan 2030, the Mixed Use District is designed to accommodate land uses with a mixture of residential and commercial uses. This category specifically encourages creatively designed developments that promote and expand the commercial and retail opportunities in the Town Lake area. The addition of a major regional retail mall and business park will help enhance the commercial opportunities in North Tempe and the Town Lake area. Moreover, with the amount of residential designated for the Town Lake area, the Retail Site will provide these new residents, as well as existing Tempe residents, with new opportunities to work, shop and play in Tempe. This is exactly the type of development envisioned by the Mixed Use category.

The Site itself is currently zoned Agricultural, Industrial-2 (I-2) and Industrial-3 (I-3). The Applicants propose to rezone the Retail Site to Regional Commercial Center (RCC). The RCC district is designed to accommodate a variety of retail, commercial and entertainment uses. The proposed use of the Retail Site is an open air regional retail mall. It is anticipated that the Retail Site will have ninety-five national retailers, anchored by twenty-two major tenants, with over 1.3 million square feet of retail and entertainment space. The proposed retail uses for the Retail Site are all permitted uses under the RCC District. Pursuant to Section 2-1202 of the Zoning Ordinance, attached to this narrative are use permits requests for an outdoor entertainment stage area, a car wash and a service station with gas pumps.

The current underlying zoning of the Business Park Site is not affected by this Application. The existing parcels that comprise the Business Park Site are currently zoned either I-2 or I-3. The purpose of the Industrial District is to provide for a range of industrial businesses including research, warehousing, wholesaling and manufacturing. The Applicants are submitting a Preliminary Plan of Development for approximately 862,366 square feet of proposed industrial and office uses at the Business Park Site.

Currently, there are industrial businesses at the Retail Site location. It is the Applicants' intent to relocate some of those existing industrial businesses to the Business Park Site. In addition, Miravista Holdings LLC intends to develop both office and industrial uses on the Business Park Site. The existing industrial uses as well as the planned business park uses are all permitted uses under the current zoning.

Site Area

The Site consists of approximately 148 net acres, of which 128.2 acres will be developed as a Retail Site and approximately 19.8 acres will be developed as a Business Park Site. Rights of way account for approximately 6.6 acres. A Site Plan is attached as "Exhibit A". A full metes and bounds legal description for the Retail Site is attached as "Exhibit B".

Area Context

The Site is located east of the Tempe Town Lake with McClintock Road as its west boundary, Red Mountain Freeway/Loop 202 as the north boundary, Loop 101 as the east boundary and Rio Salado Parkway as the south boundary. The Site is currently comprised of approximately 50 separate industrially zoned parcels. Over the past several years, the Applicants have been working with the City to purchase these parcels and/or relocate existing businesses. Due to years of industrial use, most of the properties are environmentally contaminated. With funding from the United States Department of Housing and Urban Development's Brownfields Economic Development Initiative program, the Applicants and the City will clean up the Site prior to the development of the Retail Site.

This Site is surrounded by existing industrial users and ASU's Karsten Golf Course. The Loop 202/McClintock Road off ramp is located generally northwest of the Site. The Applicants are currently working with the Arizona Department of Transportation to develop another freeway off ramp northeast of the Site. The Applicants envision Tempe Marketplace as a regional shopping mall which will draw from all parts of Maricopa County and the State of Arizona. In addition, Tempe Marketplace will attract and stimulate economic activity around the Town Lake.

Site Plan

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The principal arterial connections to the Site are Rio Salado Parkway and McClintock Drive. There are a total of seven access points. There are two access points from McClintock Drive and five access points from Rio Salado Parkway.

The primary entrance to Tempe Marketplace will be from Rio Salado Parkway. The intersection of Rio Salado Parkway and Smith Road will be developed as a full four way signalized intersection. There are existing four way signalized intersections at Rio Salado Parkway and Perry Lane and Rio Salado Parkway and McClintock Drive. There will be a minor right in/right out access along Rio Salado, a service road access located between Major Tenant M and Major Tenant N, and an access from Clark Drive that will be developed as a future connection to the Business Park Site.

There will be two access points on McClintock Drive. One access point will be a minor right in/right out access north of the intersection of Rio Salado Parkway and McClintock Drive and the second access point is a proposed signalized intersection at McClintock Drive and District Street.

Traffic Study

Kathryn Heffernan of Heffernan & Associates has been working with the City to develop a traffic plan for the Retail Site. A traffic study summarizing that work will be submitted to the City.

Tempe Marketplace

A. Context

The area is currently a hodge-podge collection of industrial businesses, salvage yards and closed landfills. This prominent site sits at Tempe's front door to travelers from the North and East, and yet continues to present the picture of an underutilized and in many cases poorly maintained collection of environmentally challenged uses.

Tempe Marketplace presents the extraordinary opportunity to redevelop a brownfields site as a premiere retail destination. Retail centers of this magnitude are usually built on the edge of the urban area, not at infill locations. Here, there is an opportunity to bring existing residents the kind of retail amenities usually afforded only in newly developing parts of the metro area.

Tempe's emerging higher density residential lifestyle needs significant support retail nearby to allow it to compete with the more typical suburban developments in surrounding communities. Tempe Marketplace provides those opportunities.

Tempe Marketplace encompasses many different types of retail: entertainment, lifestyle tenants, power center anchors, mall-type tenants, restaurants and a variety of compatible and interesting users. Using the scale of the development, we are able to create several

B₂

different shopping "districts" that offer a variety of shopping and recreational experiences, while maintaining the pedestrian friendly integrity of the whole. Two of these unique areas include the "Garden Party" area and the "District". The "Garden Party" design concept is based on a 1950's garden party. With upscale shopping and entertainment venues, the Garden Party area has outdoor entertainment spaces that will allow people to meet friends, listen to live music and enjoy the Town Lake environment. The "District" is an entertainment area that is designed to emphasize energy and interactivity.

The landscape, signage and lighting at Tempe Marketplace are designed to create a sense of arrival and place. As an open air shopping mall, Tempe Marketplace will have covered trellises with misting systems and landscaping to help shield people from the outdoor environment and provide a comfortable shopping experience. The landscape design and building architecture help create a sense of community and interactive lifestyle. Tempe Marketplace is more than a shopping opportunity. It is also a community gathering place that will provide people with new experiences and opportunities to enjoy the Town Lake environment.

The material, the graphics and the signage of Tempe Marketplace have been carefully selected to create a lifestyle environment and bring energy to the Retail Site. All aspects of the design are part of the art and architecture of Tempe Marketplace. Color is spread throughout the Retail Site to create energy, and plant materials and shade structure are specifically designed to help create the theme while providing protection from the outdoor environment.

B. Land Use

Tempe Marketplace will consist of approximately 1.3 million square feet of retail, with 95 national retailers, anchored by 22 major tenants, 16 PAD locations and a variety of smaller shops for unique or specialty retailers. The major tenants' square footage is approximately 794,350 square feet. The PAD square footage is approximately 160,000. Within the "District" area, major tenant square footage is approximately 148,200 square feet, with 202,075 square feet for specialty shops. The PAD shall permit all the Permitted Uses set forth in the RCC Regional Commercial Center District, as described in the City of Tempe Zoning Ordinance, Section 2-1201.

C. Project Phasing

Tempe Marketplace will be developed as one phase. The Business Park Site will be developed as part of a later phase.

D. Landscaping

Pursuant to Section 3-103(A) of the Tempe Zoning Ordinance, the RCC district is not subject to landscaping standards of the Ordinance. We are working with the City to

determine the appropriate landscape standards for Tempe Marketplace. The landscaping and design materials have been selected to minimize the scale of the buildings. Lighting and screening add unique enhancements to the building scale, while creating ambience and enhancing the pedestrian environment.

E. Multi Modal Opportunities

The Applicants are working with the Transportation Department to ensure that this Site will have adequate bicycle parking. Given the proximity of Tempe Marketplace to Arizona State University, the Applicants are committed to providing bicycle racks and other amenities that will enhance the pedestrian lifestyle and environment created by the Town Lake. The Applicants anticipate that there will be approximately 300-400 bicycle racks or spaces distributed throughout the Site.

In addition, the Applicants are providing one transit stop in the interior of the Retail Site. The Applicants are working with the Transportation Department with regard to the location and design of the transit stop. The layout and design of Tempe Marketplace have been designed to encourage pedestrian activity and enhance the pedestrian experience along Rio Salado Parkway and in the Town Lake area.

Conclusion

We are very excited about Tempe Marketplace. The design and lifestyle of Tempe Marketplace are intended to build on the ambience and environment created by the Town Lake. As a regional shopping mall, Tempe Marketplace will provide Tempe residents with new opportunities to work, shop and play, as well as provide the City with a new and vibrant economic base. We look forward to working with the City and the community in the development of this project. We respectfully ask for your support.

**Tempe Marketplace
Applicants' Narrative for Use Permit and Variance Requests**

Outdoor Entertainment Stage Area

The Applicants are seeking a use permit for an outdoor entertainment stages.

Section 2-1201 of the Tempe Zoning Ordinance outlines the permitted uses in the Regional Commercial Center (RCC) District. Among permitted uses in the RCC District are entertainment and outdoor uses, such as restaurants and bars. Tempe Marketplace will have a variety of different lifestyle villages and experiences. Among these villages is the "District". As part of the District experience, we will have outdoor entertainment stages located throughout the "District". These stages will be available for outdoor piano music, outdoor plays and readings, jugglers etc. Section 2-1202 (7) permits uses in the RCC that are similar to and not more detrimental than the uses permitted by the RCC district as a whole. In this case, the outdoor entertainment district will be similar to outdoor patio areas which are permitted by the RCC District.

Tempe Marketplace is specifically designed to be an interactive retail and entertainment experience. Included among these unique features and amenities are splashy graphics, visual stimuli, video walls and live performance stages. The outdoor entertainment stages are an important part of the interactive experience in the "District".

The design and lifestyle created by Tempe Marketplace is intended to build on environment created by the Town Lake. The outdoor entertainment stage builds on the Town Lake environment by encouraging new creative and outdoor experiences at Tempe Marketplace. Attached as "Exhibit A" is a conceptual site plan that shows location of the entertainment stages within the District.

The outdoor entertainment stages will be a positive aspect of Tempe Marketplace and will not be a detriment to the City or the surrounding property owners.

We respectfully request a use permit for an outdoor entertainment stages.

Car Wash

Section 2-1202(2) of the Tempe Zoning Ordinance permits an automatic car wash in the RCC subject to a use permit. Tempe Marketplace will include an automatic car wash (the "Car Wash"). The Car Wash site is located on Rio Salado Parkway, east of Smith Drive.

Proposed Use

The Car Wash site will consist of several related uses. The dominant use is the Car Wash, with its supporting vacuum, drying, and detail areas. There will also be an accessory convenience store with fuel islands. These uses are complimentary in nature.

Building Design

The Car Wash building will be located along Rio Salado Parkway and is sited at an angle to provide visual interest. The building is a circular design made of block and stucco. The building will have a wall of glass fronting onto Rio Salado Parkway. There are 3 canopies of varied heights. The canopies are designed to minimize the visual impact and compliment the principal buildings on-site. Architectural elements including the "wall of glass", wall and roof materials borrowed from the Carousel car wash, will be incorporated into the convenience store. In addition, the convenience store will also incorporate four-sided building design.

Site Layout

The building and structure locations are situated in order to maximize vehicle circulation patterns. Vacuum and drying areas are located in such a way to encourage efficient ingress and egress movements. The convenience store and fuel islands are placed to encourage independent movement from the car wash, yet the store and fuel islands are still easily accessible for these users. All paved areas are fully screened from Rio Salado Parkway and along the east and west access points with a 3 foot screen wall and upgraded landscaping. Parking areas are located near the convenience store and behind the convenience store building to accommodate employee vehicles.

Landscaping

Extensive landscape setbacks are located along the west and south property lines. This area will also accommodate on-site storm-water retention. A twenty-foot parking landscape median is also placed adjacent the eastern parking area. Generous landscaping is also provided surrounding the convenience store building. The landscape palette and theme is compatible with the landscape theme of Tempe Marketplace.

The Car Wash is a beneficial amenity to Tempe Marketplace. It is compatible with the planned uses of Tempe Marketplace and is not detrimental to City or the surrounding users. Section 2-1202(2) allows car washes in the RCC District subject to a use permit. Therefore, we respectfully request a use permit for a Car Wash at Tempe Marketplace. A conceptual site plan is attached for your review.

Self Service Gasoline Station

Section 2-1202(6) allows service stations with gas pumps in the RCC District subject to a use permit. Tempe Marketplace will include a self-service gas station. The self service gas station facility (the "Gas Station") will feature a 12 pump station with an attendant station. The Gas Station will be conveniently located south of Major R and north of Major V. The Gas Station is sited in such a way to visually minimize the appearance. A conceptual site is attached to this narrative.

The canopy structure will be 18-8" high, with architectural elements incorporated from the surrounding structures. These include masonry support columns and metal canopies.

Site Layout

The building and structure locations are situated in order to maximize vehicle circulation patterns. All paved areas are fully screened from Rio Salado Parkway.

Landscaping

Extensive landscape setbacks are located along the north and south property lines. The southern area adjacent to the storage tanks includes a generous 15, 000 square foot landscaped island. A second landscape area is situated along the northern project line that will visually separate the pumps and parking areas. The landscaping for these two areas will reflect the landscape theme of Tempe Marketplace.

As part of the Tempe Marketplace, the design palette for the Gas Station will incorporate the Tempe Marketplace design elements.

Section 2-1202(6) allows Gas Stations in the RCC with a use permit. This Gas Station will be incorporated into the overall Tempe Marketplace site plan. The Gas Station is compatible with the uses in Tempe Marketplace and is not a detriment to the surrounding users. Therefore, we respectfully request a use permit for a Gas Station in Tempe Marketplace.

Building Setback Variance

Section 2-603(f) the Zoning Ordinance requires all buildings in the RCC District to meet a 60 foot building setback from the property line. As you can see from the attached exhibit, the buildings which are not able to meet the required building setback are: Major I, Major M, Major N, Major O, Major P, the Car Wash, Major Z, Major Y, Major X, Major V Major R, and Pad O.

The Site itself is a unique shape which presents some significant infrastructure and design issues. In an effort to maximize the developable land, accommodate retention

requirements and create a premiere retail destination, it was necessary to locate some buildings closer to the perimeter of the Site, within the 60 foot building setback.

The current Zoning Ordinance setback requirements are based on suburban development principals that encourage low density development and buildings that are located a significant distance from the property line. This requirement contradicts the goals and philosophies of the Town Lake area that encourage interactivity and mixture of uses. In fact, the proposed General Plan 2030 states that one of the strategies for developments within the Town Lake area is to encourage mixed developments and maximize land use.

Additionally, as part of the current Zoning Ordinance rewrite, the City staff has revised these property line setbacks to reflect new setback standards and a new philosophy compatible with infill development. Since this application is coming before you prior to the completion of the Zoning Ordinance rewrite, we must abide by the current setback requirements. However, the Retail Site does and will meet the 25 foot setback requirements currently proposed as part of the Zoning Ordinance rewrite.

Without this variance, we will have to reconfigure the site plan and limit the amount of retail on the Site. Because of Site constraints, the buildings cannot be relocated closer to the interior of the Site. The variance will not have the result of increasing the permitted uses in the RCC district. The variance will not detrimentally affect any of the surrounding property owners and will in fact; benefit Tempe residents and the City of Tempe by promoting new development opportunities around the Town Lake.

For this reason, we respectfully request a variance to Section 2-603 of the Tempe Zoning Ordinance to allow a 25 foot building setback.

C.3

TEMPE MARKETPLACE DESIGN NARRATIVE

Designed for a new generation, yet rooted in the desert chic classic architecture indigenous to mid-20th century Arizona, Tempe Marketplace is the ultimate marriage of landscape and architecture. Beyond the traditional design formula, benches and potted plants are used to create a chic garden party with a desert feel and a 50s Palm Spring flair.

The building forms rely on simple massing and layered 'fragments' or arcades to provide relief to large wall planes and surfaces. Interspersed within these fragments and against the buildings are decorative vertical trellis's that will allow landscape plantings to grow up and around the architecture. Decorative pediments and applied faux finishes are left out - replaced by clean lines and honest forms. The buildings are generally composed of smooth stucco surfaces with a diverse color palette. The architecture is enhanced through placement of decorative metal canopies, trellises and screens. Large scale graphic 'lifestyle' images and tenant signage play a crucial role in the design of each storefront. Along service areas, the same sort of 'fragment' with landscaping will provide screening of dock areas from the street. The same finishes and colors are used on all sides of the buildings for continuity. The District area's buildings utilize the same materials, but have soaring roofs and varied forms in an exciting composition with the landscaping and hardscaping.

Throughout the project tall palm trees will be used to form colonnades. Other trees types will be used to provide shade, and to create a rhythm along walkways and exterior spaces. Abundant landscaping, berming and screening along the street frontages are intended to provide relief from the service-oriented sides of the retail buildings. Traffic entry points will be heavily landscaped to provide a bright colorful entrance in conjunction with freestanding signage elements.

Tempe Marketplace incorporates bold graphics, a dynamic use of controlled lighting including outdoor chandeliers, pop jet fountains, parkways, small performance areas, a large theatrical stage and outdoor living rooms designed to create an urban resort feel. Bold and simple water spills inspired by the famous Mexican architect Barragon will cool the air; misting systems and large protruding roof structures will provide welcome relief from the summer sun; and open fireplaces will invite guests to share coffee or cocktails under the stars. The pedestrian friendly Tempe Marketplace is simplistic with an architectural style that is not overdone. The fusion of color, desert landscape, bold lighting and 50's fun make the design viable by both day and night. Towering stone pylons holding graphics and lighting will punctuate the project creating "a nightlife" without disturbing the night sky vistas. Extensive open store fronting will showcase products in dynamic new ways and project signage will be more like graphic art than traditional displays.

PRELIMINARY AND FINAL PLANNED AREA DEVELOPMENT FOR TEMPE MARKETPLACE

A PORTION OF THE NORTH HALF OF SECTION 13, TOWNSHIP 1 NORTH, RANGE 4 EAST, GILA AND SALT RIVER BASE AND
MERIDIAN, MARICOPA COUNTY, ARIZONA

CASE NUMBER

SPR04006

PROJECT NAME

TEMPE MARKETPLACE

PROJECT ADDRESS

2080 E. RIO SALADO PARKWAY
TEMPE, ARIZONA

SUBMITTED BY

GAMMA AND BURNHAM, P.L.C.
TWO NORTH CENTRAL AVENUE
EIGHTEENTH FLOOR
PHOENIX, AZ 85004
(602) 256-4422
CONTACT: GRADY GAMMA,
MANUELA VAZ

STATEMENT OF OWNERS

WE HAVE REVIEWED THIS
PLAN AND APPROVED THE
DEVELOPMENT AS SHOWN.
SIGNED THIS _____ DAY OF
_____, 2004.
BY _____ AS _____ OF _____
MIRAVISTA HOLDINGS, LLC
VSTAR DEVELOPMENT CO.

OWNER / DEVELOPER

MIRAVISTA HOLDINGS, LLC
502 S. COLLEGE AVE.
SUITE 303
SCOTTSDALE, AZ 85261
(480) 968-4600 FAX
(480) 968-4600 FAX
CONTACT: BRAD WILDE
ROBERTA HARRETT
VSTAR DEVELOPMENT CO.
2423 E. CAMELBACK RD.
SUITE 750
PHOENIX, AZ 85016
(602) 866-0900 FAX
(602) 866-0900 FAX
CONTACT: DAVID LARCHER
DAVID MALIN

ARCHITECTS

BUTLER DESIGN GROUP
5555 E. VAN BUREN
SUITE 215
PHOENIX, AZ 85008
(602) 957-1800
(602) 957-7722 FAX
CONTACT: RICK BUTLER,
TODD LAWRENCE
HTI GROUP, LP
8383 WILSHIRE BLVD.
SUITE 228
BEVERLY HILLS, CA 90211
(323) 782-0060
(323) 782-1081 FAX
CONTACT: MARK TWEED

PROJECT DATA

PROJECT NAME	SITE AREA	F.A.R.	LOT COVERAGE	LAND USE	BLDG. AREA	HEIGHT (STORIES)	PARKING REQUIRED	PARKING PROVIDED (5.07/1000)	BICYCLES PROVIDED	LANDSCAPE PROVIDED
TEMPE MARKETPLACE	GROSS 134.9 AC	0.22	22.2%							
	NET 128.2 AC	0.23	23.3%							
				MAJORS	794,150 SF	1	2648	4028	100	10%
				PADS	160,000 SF	1	2133	812	50	10%
				DISTRICT MAJORS	148,200 SF	1-2	494	752	100	10%
				DISTRICT SHOPS	202,075 SF	1-2	1340	1025	50	10%
				TOTAL	1,304,625 SF		6615	6617	300	10%
OFFICE/INDUSTRIAL										
	NET 19.8 AC				TBD					

ZONING

R.C.C. (PROPOSED)

ACKNOWLEDGEMENT

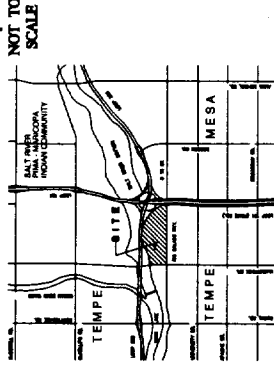
STATE OF ARIZONA, COUNTY OF MARICOPA, THE FOREGOING
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_____, 2004.
BY _____ AS _____
IN WITNESS WHEREOF I HAVE HEREUNTO SET MY HAND AND OFFICIAL
SEAL.
NOTARY PUBLIC: _____
MY COMMISSION EXPIRES: _____

STATE OF ARIZONA, COUNTY OF MARICOPA, THE FOREGOING
INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS _____ DAY OF
_____, 2004.
BY _____ AS _____
IN WITNESS WHEREOF I HAVE HEREUNTO SET MY HAND AND OFFICIAL
SEAL.
NOTARY PUBLIC: _____
MY COMMISSION EXPIRES: _____

APPROVALS

APPROVED BY THE CITY OF TEMPE, CITY COUNCIL OF THIS
_____ DAY OF _____, 2004.
BY: _____ MAYOR _____
ATTEST: _____ CITY CLERK _____
BY: _____ CITY ENGINEER _____
BY: _____ DEVELOPMENT SERVICES _____

LOCATION MAP



GENERAL NOTES

- USE PERMITS
1. OUTDOOR ENTERTAINMENT AREA
2. CAR WASH
3. GAS STATION AND CONVENIENCE STORE
- VARIANCES
1. VARIANCE REQUIRED BUILDING SETBACK FROM 60' TO 25' FOR BUILDING MAJOR PARKING LOT AND MAJOR MAJOR R. MAJOR V, MAJOR X, AND MAJOR Y. NOTE: DDA APPROVAL REQUIRED.
GRADING AND DRAINAGE
1. 4:1 SLOPE MAX., 2.3 WET 1/3 DRY ON SITE STREET FRONTAGE

DS040051 SPR04006 REC

MAY 21 2004

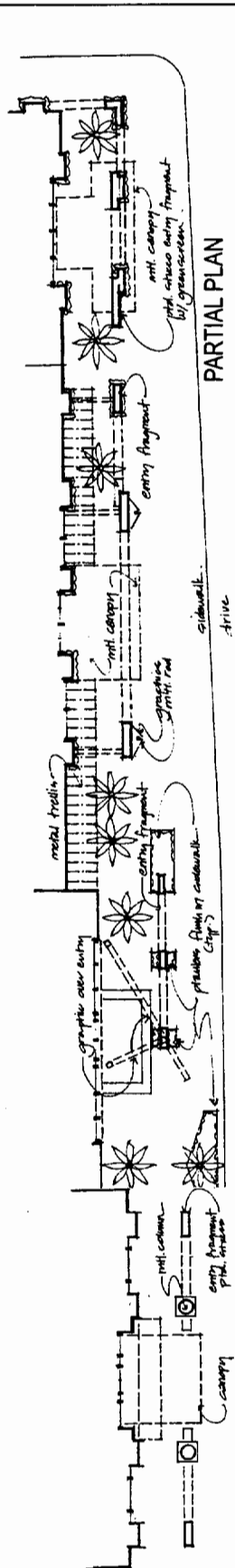
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Architect's Seal

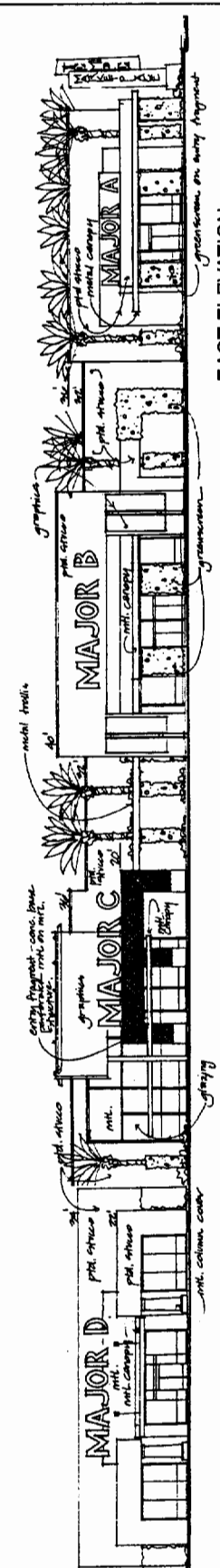
Bd

Butler Design Group
Architects & Planners
5555 East Van Buren St.
Suite 215
Phoenix, Arizona 85008
phone 602-957-1800
fax 602-957-7722

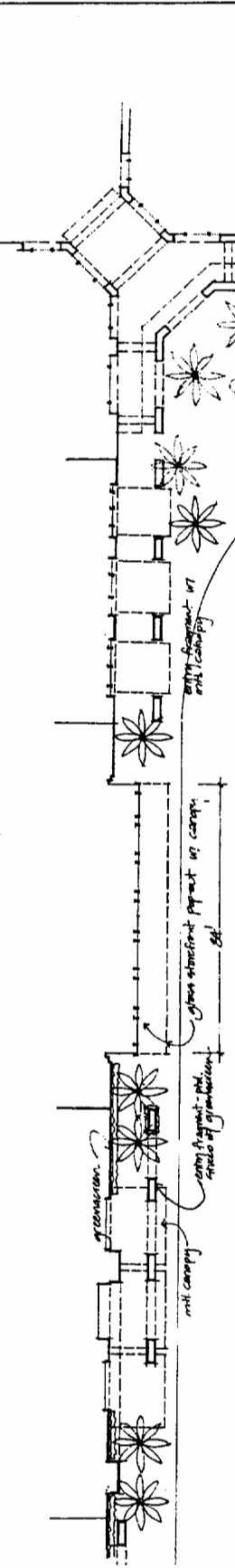
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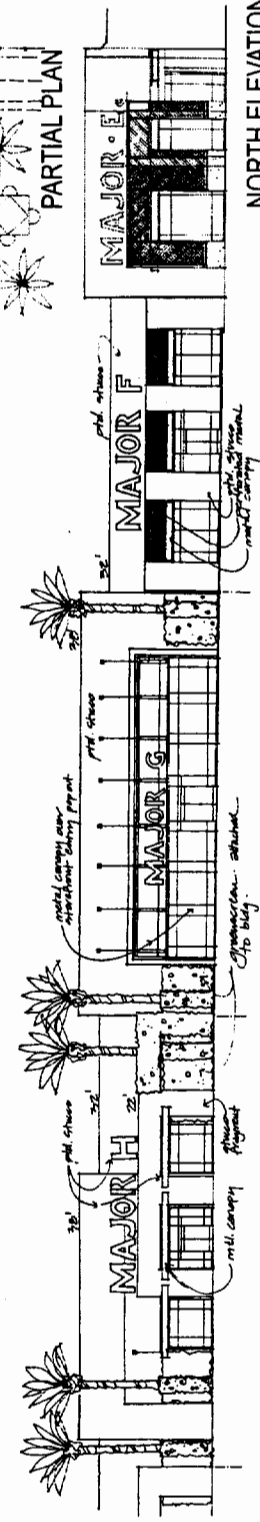
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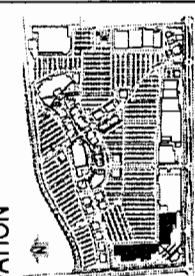
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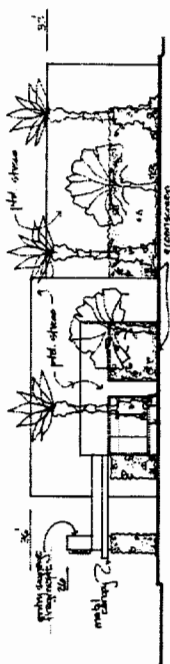
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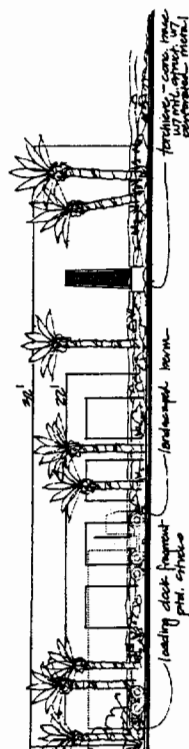
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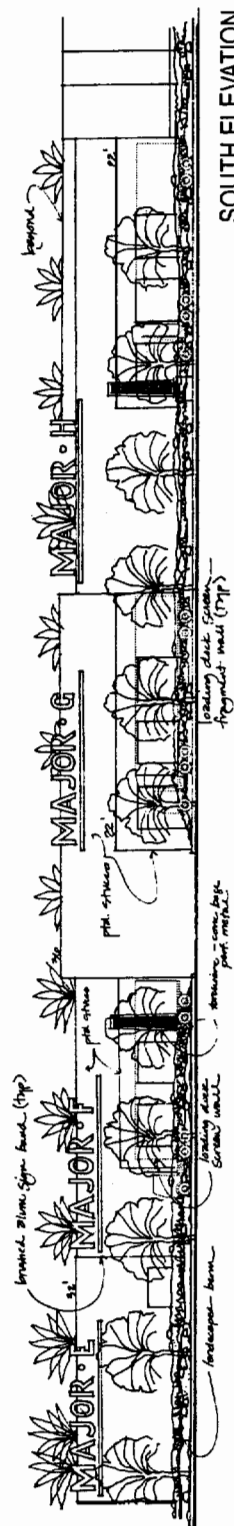
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MAJOR A NORTH ELEVATION



SOUTH ELEVATION

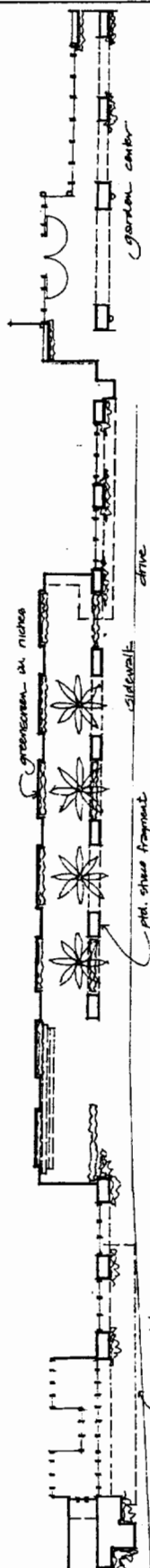


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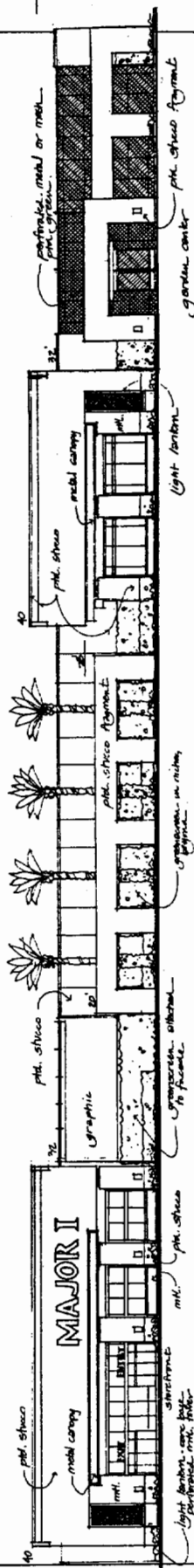
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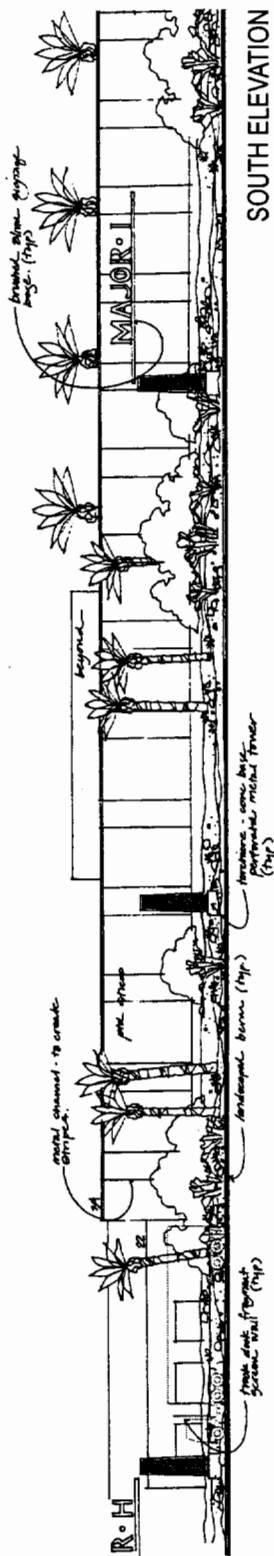
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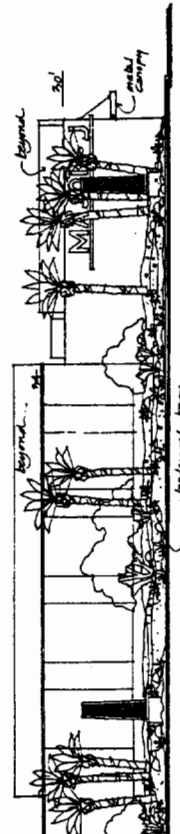
NORTH ELEVATION



SOUTH ELEVATION



SOUTH ELEVATION



THE MAJORS ELEVATIONS

TEMPE MARKETPLACE
5 WC LOOP 202 & LOOP 101

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Vestar

1000 E. CAMELBACK RD.
 SUITE 100
 TEMPE, AZ 85282
 TEL: 480.831.1000
 FAX: 480.831.1001

Architect:

Design Institute:

HTH Group
HTH Group LLP
 1000 E. CAMELBACK RD.
 SUITE 100
 TEMPE, AZ 85282
 TEL: 480.831.1000
 FAX: 480.831.1001



TEMPE

PARTIAL PLAN

NORTH ELEVATION

SOUTH ELEVATION

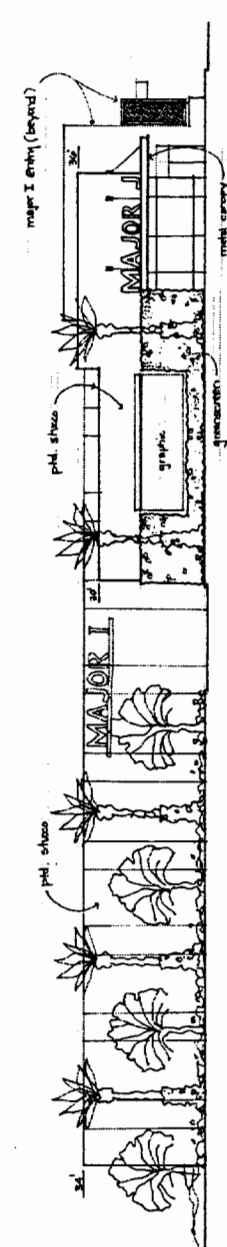
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TEMPE MARKETPLACE
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 1000 E. CAMELBACK RD.

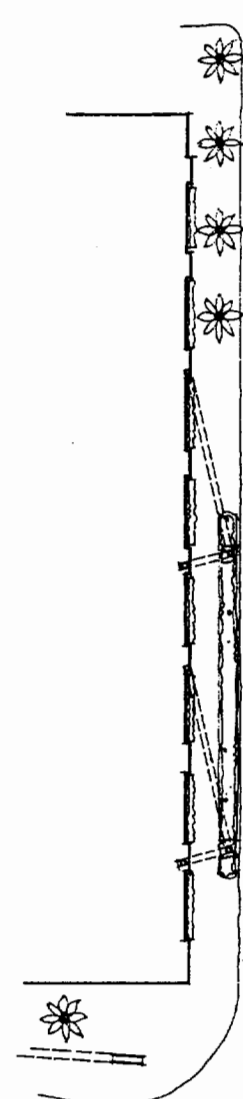
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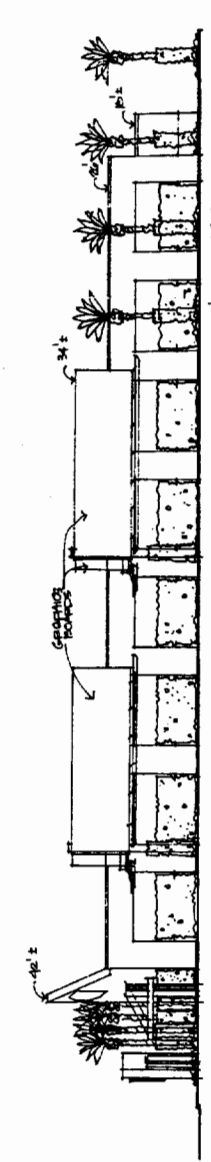
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EAST ELEVATION



PARTIAL PLAN



WEST ELEVATION



THE MAJORS ELEVATIONS
 TEMPE MARKETPLACE
 8 W.C. LOOP 202 & LOOP 101
 PHOENIX, ARIZONA

#4

A project for



Vestar

PHILIP C. GARDNER, INC.
ARCHITECTS
1000 N. GAVIN AVENUE
SUITE 100
PHOENIX, AZ 85016
TEL: 602.441.1000
FAX: 602.441.1001

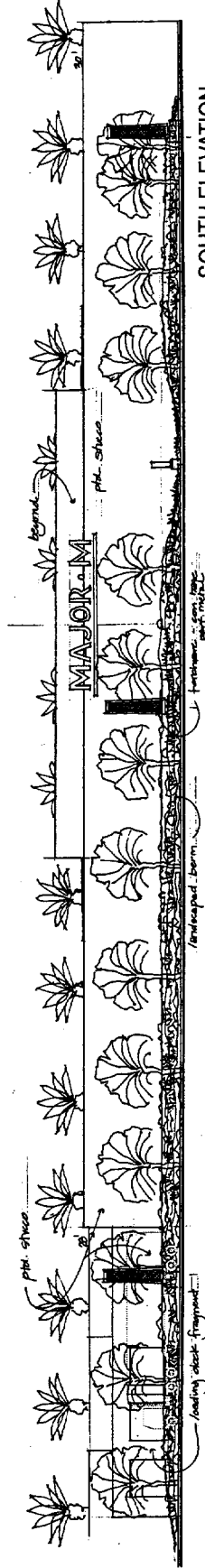
Architects:

Design Architects:

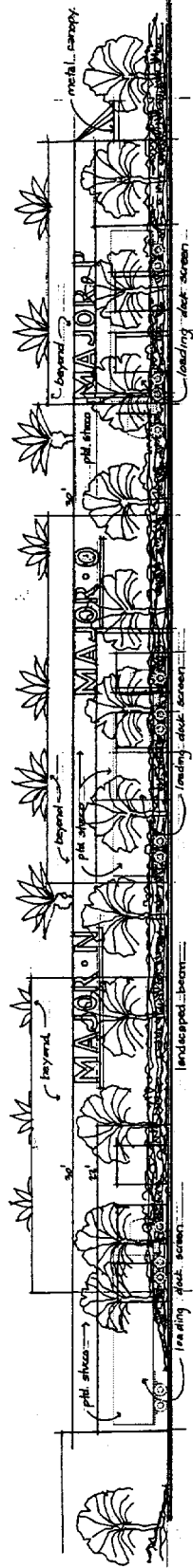
HTH Group
HTH Group LLP
1000 N. GAVIN AVENUE
SUITE 100
PHOENIX, AZ 85016
TEL: 602.441.1000
FAX: 602.441.1001

Executive Architects:

BdG
BdG Group
1000 N. GAVIN AVENUE
SUITE 100
PHOENIX, AZ 85016
TEL: 602.441.1000
FAX: 602.441.1001

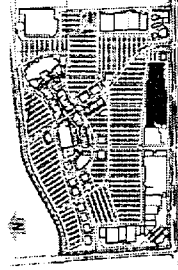


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SOUTH ELEVATION

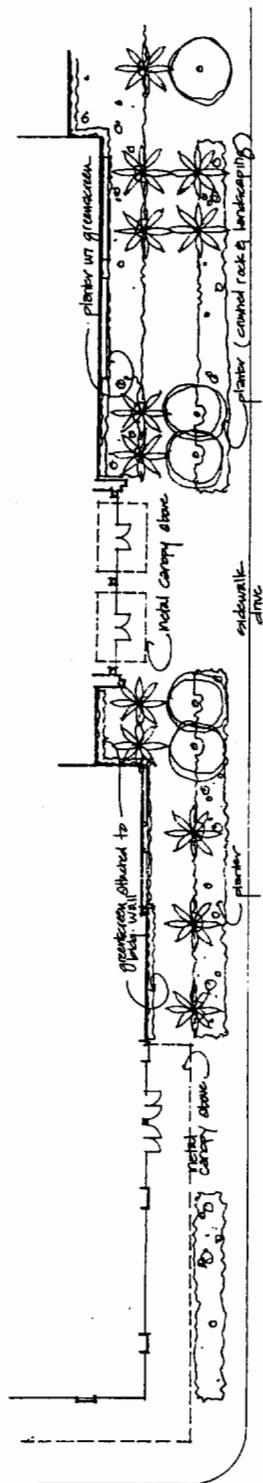
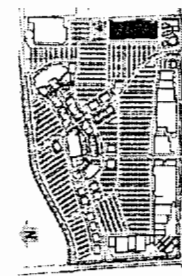
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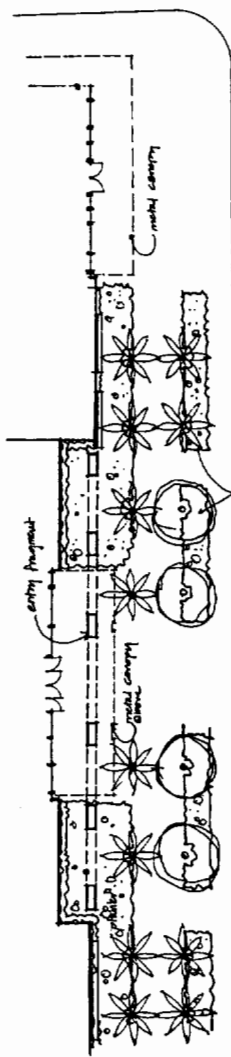
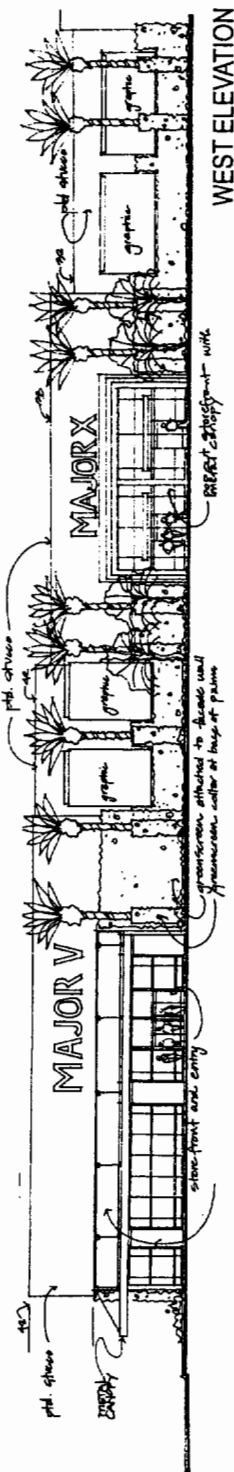
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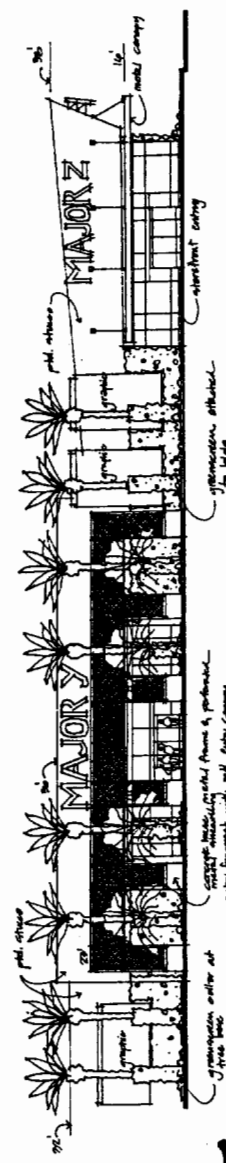
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PARTIAL PLAN



PARTIAL PLAN



THE MAJORS ELEVATIONS
 TEMPE MARKETPLACE
 S W C LOOP 202 & LOOP 101
 PHOENIX, ARIZONA

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Project No.



Vestar

ENGINEERED BY
PETERSON, AUSTIN & ASSOCIATES, P.C.
1101 WEST 10TH STREET
AUSTIN, TEXAS 78703

Architect

Design Architect

Consulting Architect

HTH Group, LLC

HTH Group, LLC

HTH Group, LLC

HTH Group, LLC

HTH Group, LLC

HTH Group, LLC

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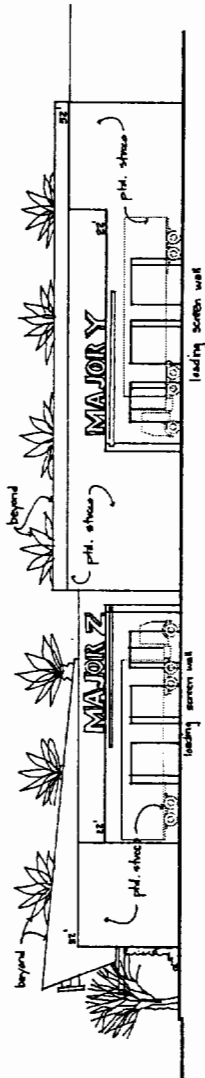
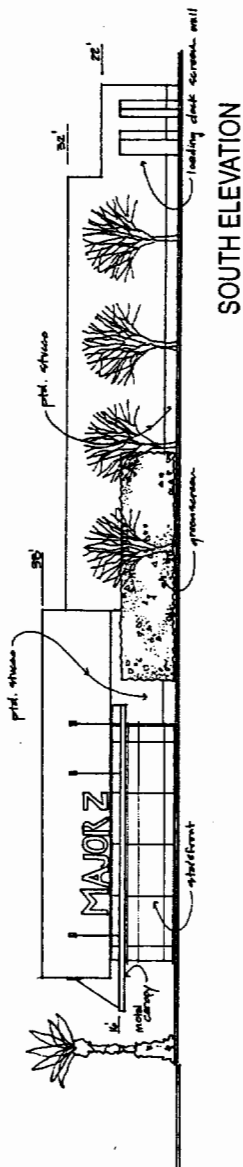
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HTH Group, LLC

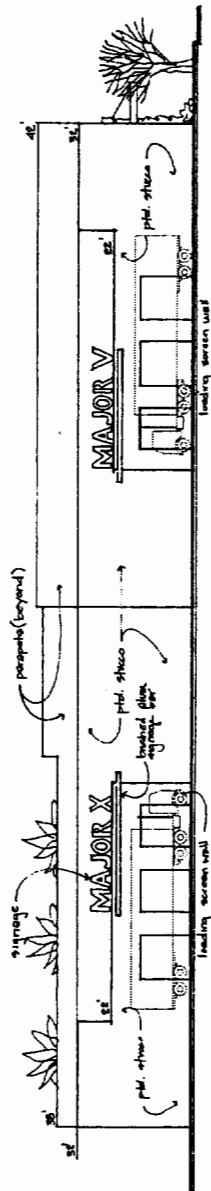


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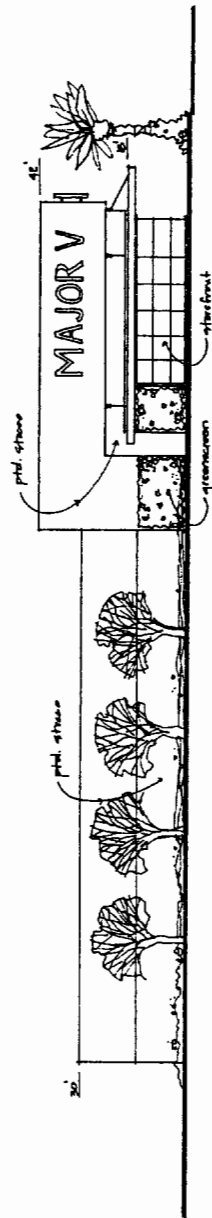
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EAST ELEVATION



EAST ELEVATION

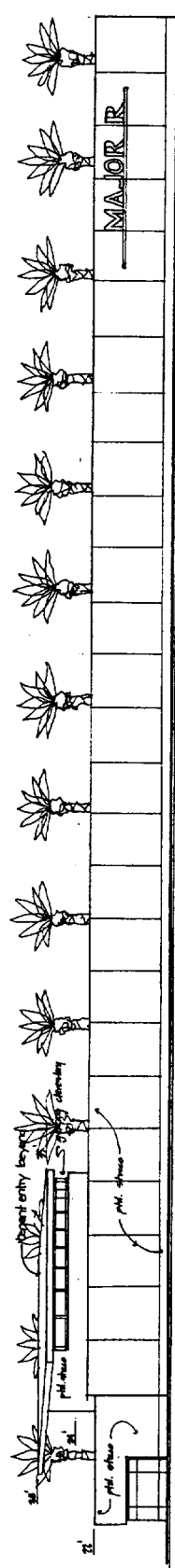


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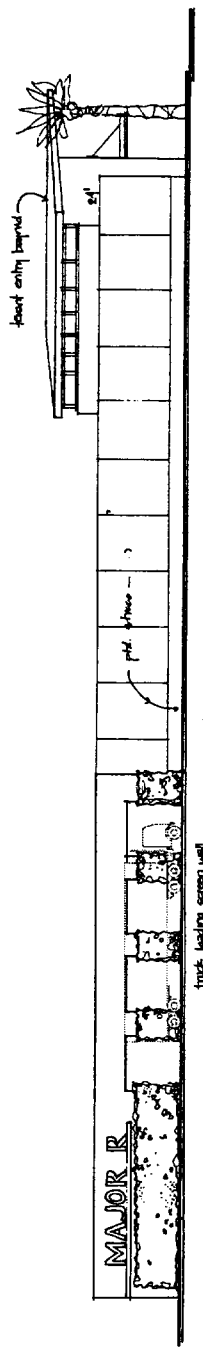
THE MAJORS ELEVATIONS
TEMPE MARKETPLACE
S.W.C. LOOP 202 & LOOP 101
TEMPE, ARIZONA

F8

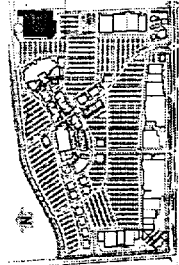
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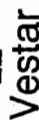
EAST ELEVATION



NORTH ELEVATION



THE MAJORS ELEVATIONS
 TEMPE MARKETPLACE
 8 W C LOOP 101 & LOOP 101
 1000 E. CAMDEN BLVD.
 TAMPA, FL 33604



1425 E. CAMELBACK RD.
SUITE 1700
PHOENIX, AZ 85018
TEL: 602.968.8800
FAX: 602.975.3799

Architects:

Executive Architects:

BDO

10000 Wilshire Blvd., Suite 200
Beverly Hills, CA 90210
Tel: 310.279.1234
Fax: 310.279.1235

Executive Architects:

WTH Group LLP

10000 Wilshire Blvd., Suite 200
Beverly Hills, CA 90210
Tel: 310.279.1234
Fax: 310.279.1235

SHOP BUILDING B
DISTRICT MAJOR S - WEST ELEVATION

SHOP BUILDING A

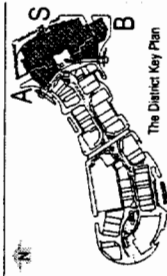
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THE DISTRICT ELEVATIONS

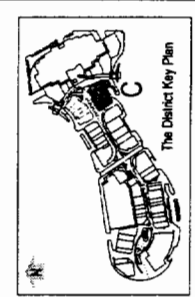
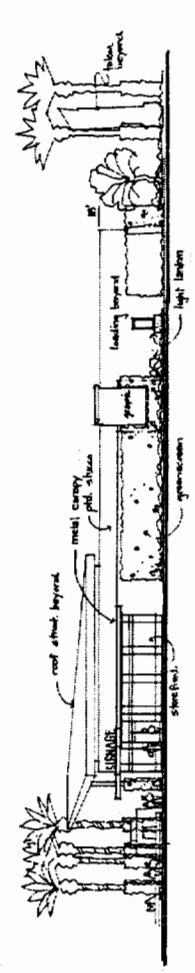
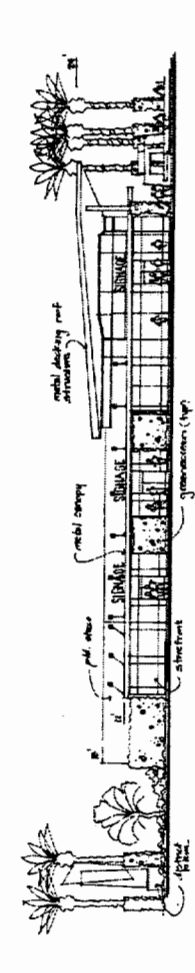
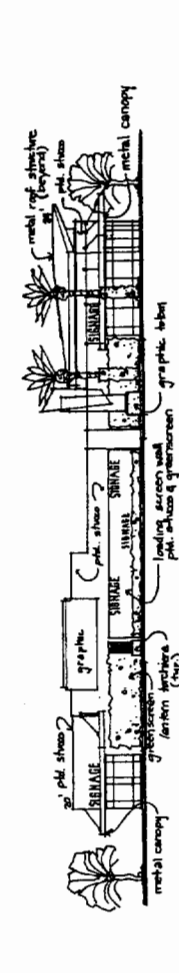
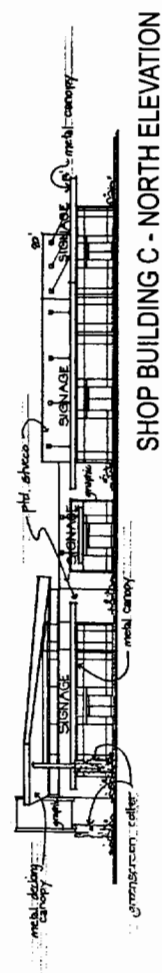
TEMPE MARKETPLACE
3500 LOOP 202 & LOOP 101

A212

Project No.:
 Drawn By:
 Checked By:
 Date:
 Scale:
 File Name:
 Sheet Number:



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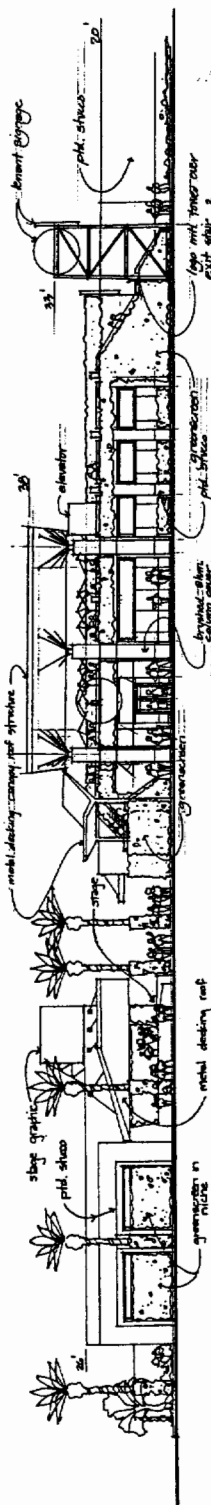
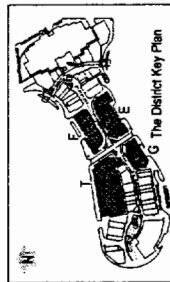


THE DISTRICT ELEVATIONS
 TEMPE MARKETPLACE
 S.W.C. LOOP 202 & LOOP 101

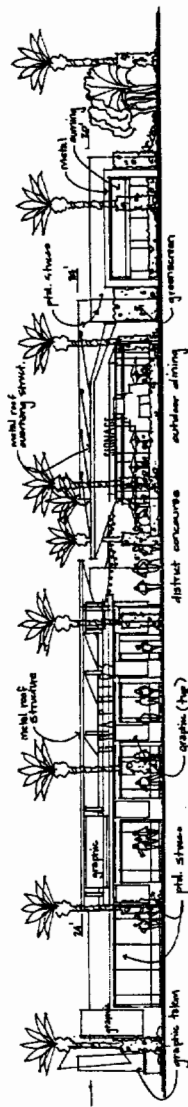
F13

THE DISTRICT ELEVATIONS
TEMPE MARKETPLACE
8 W.C. LOOP 202 & LOOP 101
TEMPE, ARIZONA

F15



DISTRICT SHOP BUILDING G - WEST ELEVATION



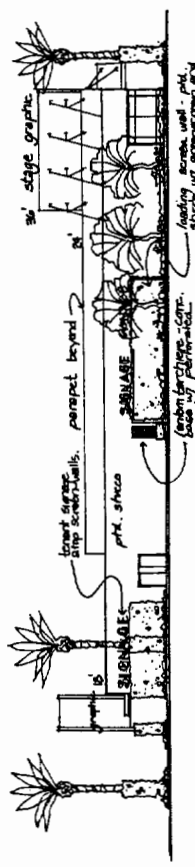
DISTRICT SHOP BUILDING F - EAST ELEVATION

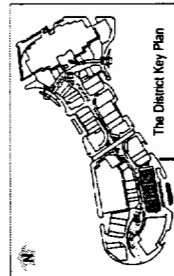
ELEVATIONS AS SEEN FROM THE DISTRICT BISECTING ROAD

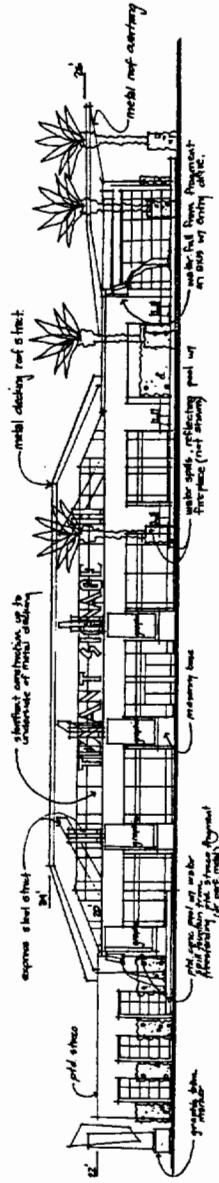
THE DISTRICT ELEVATIONS

TEMPE MARKETPLACE
8 WC LOOP 202 & LOOP 101
TEMPE, ARIZONA

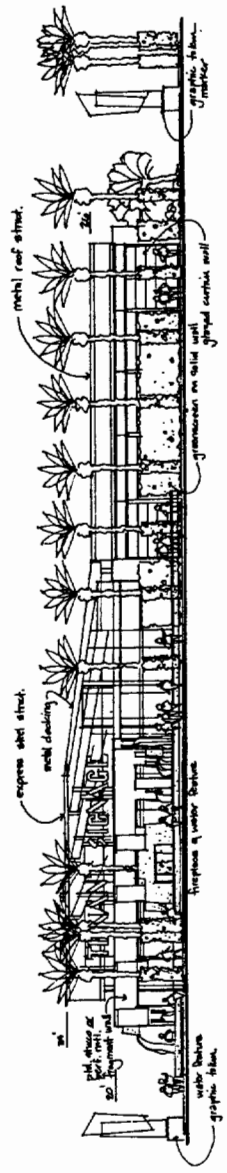
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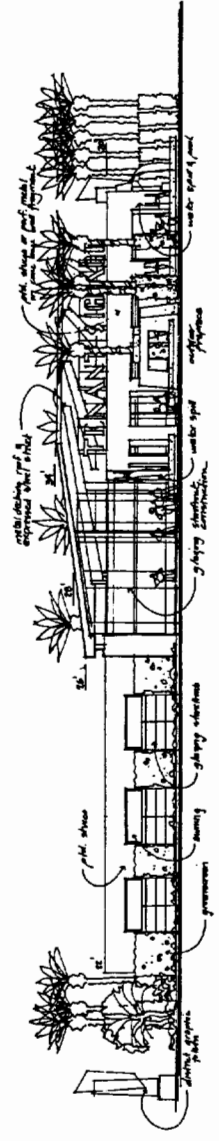




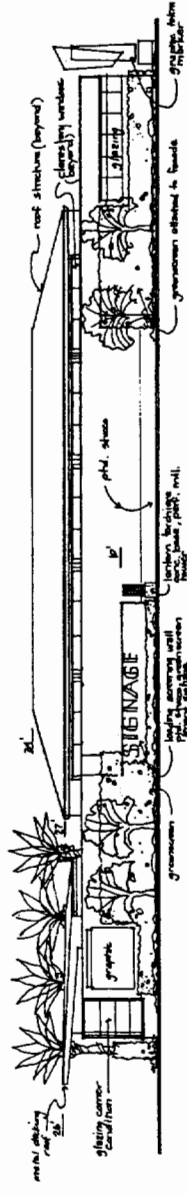
DISTRICT MAJOR U - NORTH ELEVATION



DISTRICT MAJOR U - WEST ELEVATION



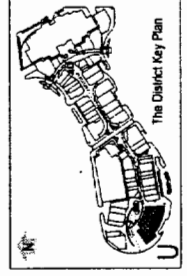
DISTRICT MAJOR U - EAST ELEVATION



DISTRICT MAJOR U - SOUTH ELEVATION

THE DISTRICT ELEVATIONS

TEMPE MARKETPLACE
 8 W. LOOP 202 & LOOP 101
 10000 N. CENTRAL EXPRESSWAY
 SUITE 100
 PHOENIX, AZ 85018



F19

DISTRICT SHOP BUILDING K - SOUTH & EAST ELEVATIONS

TEMPE MARKET PLACE

LANDSCAPE SCHEMATIC DESIGN

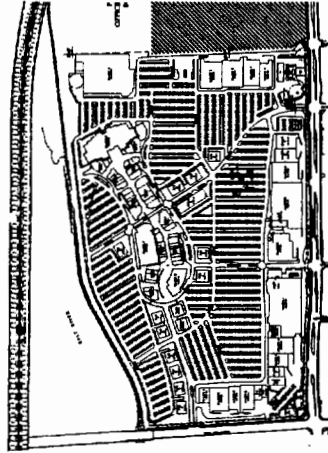
TEMPE, AZ

MAY 10, 2004

INDEX OF DRAWINGS

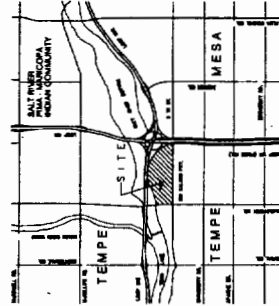
BHT. NO.	SHEET TITLE
1	L-100 TITLE SHEET
2	L-101 KEY MAP/TREE PLANTING DIAGRAM
3	L-102 PLANT LEGENDS
4	L-103 PLANTING PLAN
5	L-104 PLANTING PLAN
6	L-105 PLANTING PLAN
7	L-106 PLANTING PLAN
8	L-107 PLANTING PLAN
9	L-108 PLANTING PLAN
10	L-109 PLANTING PLAN
11	L-110 PLANTING PLAN
12	L-111 PLANTING PLAN
13	L-112 PLANTING PLAN
14	L-113 PLANTING PLAN
15	L-114 PLANTING PLAN
16	L-115 PLANTING PLAN
17	L-116 PLANTING PLAN
18	L-117 PLANTING PLAN
19	L-118 LANDSCAPE SECTION
20	L-119 LANDSCAPE SECTION

PROJECT



INDEX MAP

PROJECT LOCATION



VICINITY MAP
Map No. 100

GENERAL NOTES

1. ALL WORK SHALL COMPLY WITH THE CITY OF TEMPE STANDARDS FOR LANDSCAPE DEVELOPMENT.
2. LANDSCAPE SUBMITTAL BASED ON COMMUNITY REFERENCED ZONING ORDINANCE AND CITY CODE REQUIREMENTS.

SITE DATA

GROSS SITE AREA: 8.064464.5 S.F.
138.5 AC
NET SITE AREA: 5.794,379.5 S.F.
103.8 AC

LANDSCAPE AREA

MAINTENANCE: 150,000 S.F.
PAVE: 81,016 S.F.
1-M DISTRICT: 97,322 SF

TOTAL LANDSCAPE AREA: 747,438 S.F.

COVERAGE: 12.27 %

TITLE SHEET

Project No.: 04108-01
Drawn By: Y.S. HUI
Checked By: W.S.
Date: 04/10/2004
Revised: 04/10/2004
File Name: L-100.DWG
Sheet Number: 1

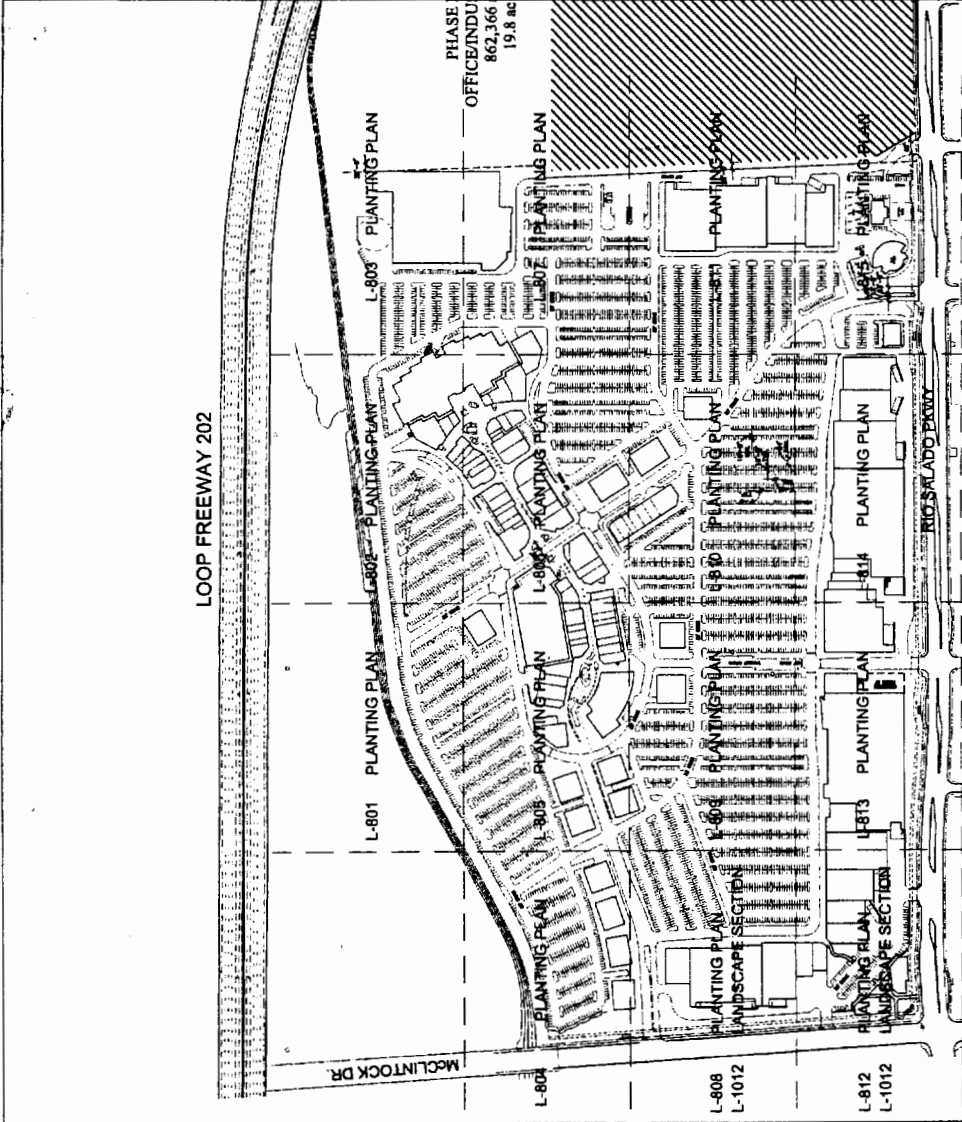
L-100

MAY 19 2004



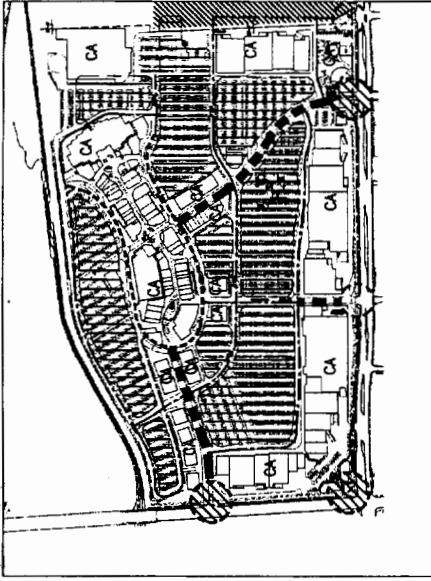
G

KEY MAP OF SHEETS



G1

TREE PLANTING DIAGRAM



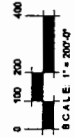
NOT TO SCALE

LEGEND

SYMBOLS	AREAS	TREE TYPE	DESCRIPTION
	PRIMARY ENTRY DRIVE	PALM GROVE	ORCHARD OF PALM TREES
	SECONDARY ENTRY	CANOPY TREE	ACCENT TREES
	PRIMARY ENTRY DRIVE	PALM/CANOPY TREE	ENTRY ENHANCEMENT
	MAIN CIRCULATION	PALM GROVE TREE	REGULARLY SPACED TREES
	PARKING LOT	MESQUITE	TREES IN LANDSCAPE ISLAND
	"LIFESTYLE" PERIMETER	PALMS / CANOPY	STORE FRONT - PALM BACK HOUSE - CANOPY
	STREET EDGE	PALM GROVE TREE	SCREENING BUFFER TREES
	COMMERCIAL AREA	CANOPY/PALM	TREES IN TREE GRATE, PLANTER OR POTS

NOTE:

1. MAINTAIN A MINIMUM 20'-0" TREE LIGHT SEPARATION.
2. NO RIVER ROCK PERMITTED UNLESS 20' OF EACH STONE IS EMBEDDED IN CONCRETE.



L-101

MAY 19 2004

KEY MAP/ TREE PLANTING DIAGRAM

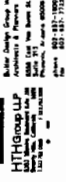
Project No.	041701-01
Client	YOSHIM
Checked By	WJ
Date	04/11/2004
Scale	AS SHOWN
File Name	AS SHOWN
Sheet Number	



Vestar

PHASE 1, CAMDEN/INDU
PROJECT, AL 2004
DATE: 04/11/2004
FILE: 041701-01

ARCHITECT:



LANDSCAPE ARCHITECT

2000 CAMDEN/INDU
DATE: 04/11/2004
FILE: 041701-01

SITE DATA

GROSS SITE AREA	4,000,000 S.F.
NET SITE AREA	1,383 AC
LANDSCAPE AREA	5,794,375 S.F.
MAJORIS	133 AC
PAGES	88,000 S.F.
THE DISTRICT	9,120 S.F.
TOTAL LANDSCAPE AREA	747,428 S.F.
COVERAGE	12.27 %



SITE DATA	
GROSS SITE AREA:	6,096.04 S.F.
NET SITE AREA:	5,794,374.3 S.F.

LANDSCAPE AREA:
MAJORS: 50,000 S.F.
PAVS: 9,170 S.F.
THE DISTRICT: 97,323 S.F.

TOTAL LANDSCAPE AREA: 747,438 S.F.

COVERAGE: 12.27 %

PLANT LEGENDS

Project No.	04105.01
Drawn By:	Y.M.
Checked By:	MS
Date:	05/10/2004
Scale:	AS SHOWN
File Name:	
Sheet Number:	

L-800

MAY 19 2004



SHRUB LEGEND

SYMBOLS	BOTANICAL NAME	COMMON NAME	SIZE	SPACING	QUANTITY	REMARKS
	Agave species	Agave	15 Gal.	3' OC	470	Entry
	Aloe species	Aloe	5 Gal.	3' OC	470	Entry
	Bougainvillea 'Nasrin'	Bougainvillea	5 Gal.	3' OC	1323	Entry
	Lantana montealemana	Trailing Lantana	5 Gal.	3' OC	685	Entry
T1 TALL DESERT SHRUBS						
	Cercocarpus app.	NCN	5 Gal.	5' OC	712	Random mix of shrubs
	Oryzopsis wheeleri	Desert Spoon	5 Gal.	5' OC	712	-
	Fouquieria splendens	Creosote	5 Gal.	5' OC	712	-
	Scaevola taccada	Texas Mountain Laurel	15 Gal.	5' OC	712	-
M1 MEDIUM DESERT SHRUB						
	Larrea arbuscula app.	Texas Ranger	5 Gal.	5' OC	3078	Random mix of shrubs
	Salvia app.	Sage	5 Gal.	5' OC	3078	-
M2 MEDIUM DESERT SHRUB						
	Muhlenbergia rigens	Deer Grass	1 Gal.	4' OC	3589	-
L1 LOW DESERT SHRUB / GROUND COVER						
	Boerhaavia 'Crestata'	Coyote Bush	1 Gal.	4' OC	3281	Random mix of shrubs
	Hesperaloe parviflora	Red Yucca	-	4' OC	3281	-
	Pseudotsuga app.	Pseudotsuga	-	4' OC	3281	-
	Philadelphus cooperi	Pager Daisy	-	4' OC	3281	-
	Ruellia brittoniana 'Katie'	Texas Mountain Laurel	-	4' OC	3281	-
	Tagetes tenuifolia	Copper Canyon Daisy	1 Gal.	4' OC	3281	-

TREE LEGEND

SYMBOLS	BOTANICAL NAME	COMMON NAME	SIZE	SPACING	QUANTITY	REMARKS
	Cercidium berlandieri	Blue Palo Verde	15 Gal. - 24" Box	VARIES	545	McClintock and Rio Salado
	Cercidium microphyllum	Foothill Palo Verde	24" Box	25' OC	215	McClintock and Rio Salado
	Cercidium 'Desert Museum'	NCN	15 Gal. - 24" Box	VARIES	483	McClintock and Rio Salado Parking Lot Edge
	Cholla torreyana	Cholla	24" Box	VARIES	56	Entry Corners
	Prosopis juliflora	Cholla Breviflora	24" Box	VARIES	638	McClintock and Rio Salado Parking Lot Tree
	Phoenix dactyloides	Date Palm	25' BTH	VARIES	432	Project Entry Utility Edge Plantation Note in Ping Lot

G2

A project for



Vestar

1875 CANTABRIDGE
SUITE 200
PACIFIC PALMS, CA 90904
TEL: 909.866.0000
FAX: 909.866.0001

Architect

Design Architect



HTH Group

1875 CANTABRIDGE
SUITE 200
PACIFIC PALMS, CA 90904
TEL: 909.866.0000
FAX: 909.866.0001

Design Architect



Bd Group

1875 CANTABRIDGE
SUITE 200
PACIFIC PALMS, CA 90904
TEL: 909.866.0000
FAX: 909.866.0001



landscape

1875 CANTABRIDGE
SUITE 200
PACIFIC PALMS, CA 90904
TEL: 909.866.0000
FAX: 909.866.0001

SITE DATA

GROSS SITE AREA: 8,064,415 S.F.
19.3 AC
NET SITE AREA: 5,794,379 S.F.
13.2 AC

LANDSCAPE AREA
MAJORS
PADS: 86,096 S.F.
91,018 S.F.
THE DISTRICT: 97,323 S.F.

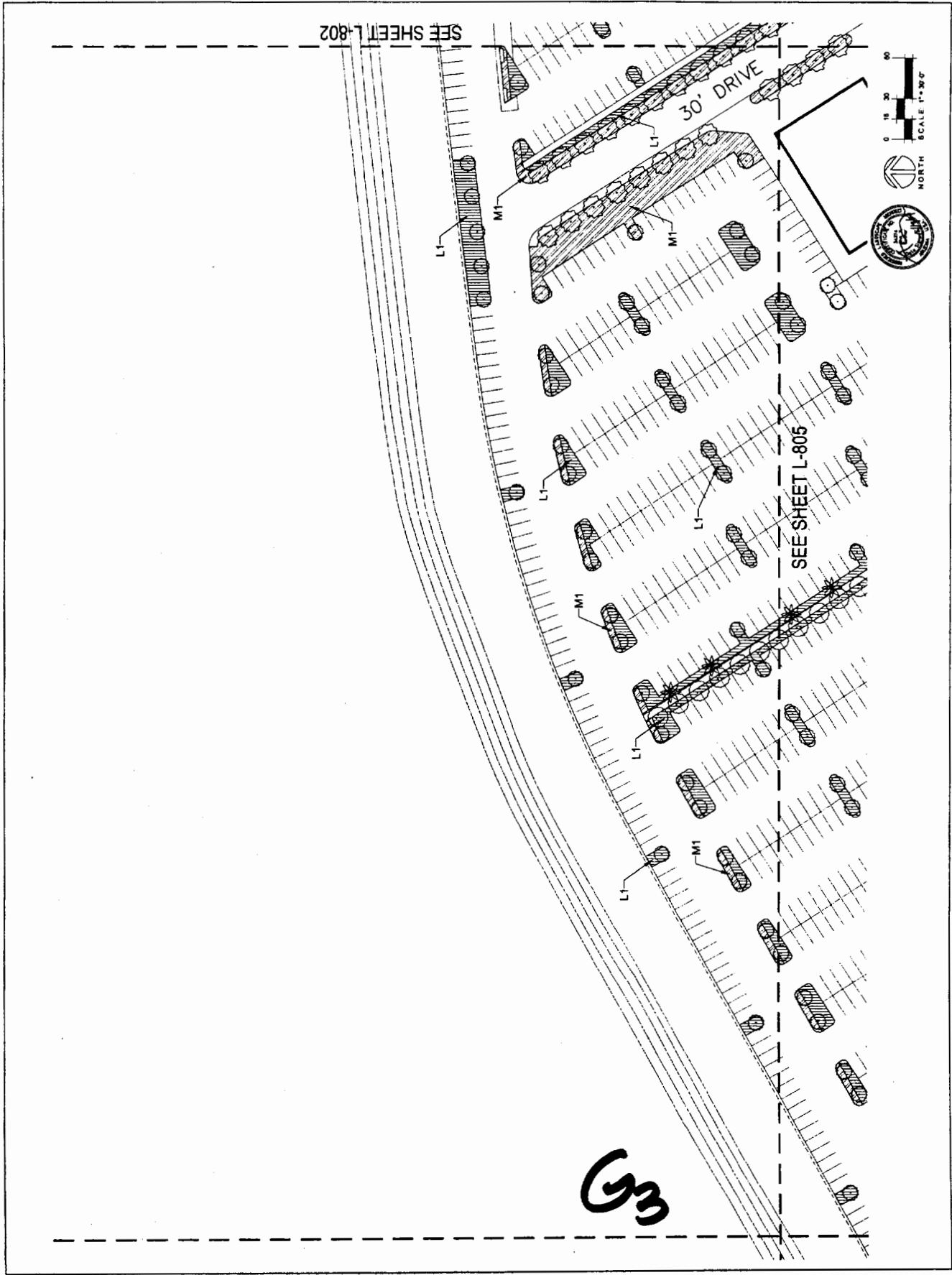
TOTAL LANDSCAPE AREA: 71,438 S.F.
COVERAGE: 13.27 %

PLANTING PLAN

Project No.	04105-01
Drawn By	W. H. H.
Checked By	W. H. H.
Date	03/10/2004
Scale	AS SHOWN
File Name	
Sheet Number	

L-801

MAY 19 2004





Vestar

2426 E. CAMELBACK RD.
SUITE 790
PHOENIX, AZ 85018
TEL: 602 898 0900
FAX: 602 898 2789

Abstract

Design Architects:



ITH Group LLP
1000 Wilshire Boulevard, Suite 2000
Los Angeles, CA 90017
Tel: 213.229.1000
Fax: 213.229.1001
www.ithgroup.com



indigene

1000 multiplexen der
des 1.28
449 98 9 2612
49 250 0073
49 250 0043 /

SITE DATA

GROSS SITE AREA: 0, 000404 5 S.F.
139.3 AC

NET SITE AREA: 5,704,375.28 M²
133 AC

LANDSCAPE AREA:

MAJORS: 659,099 S.F.
PADS: 91,016 S.F.

THE DISTRICT. 97,323 SF.

TOTAL LANDSCAPE AREA: 747,438 S.F.

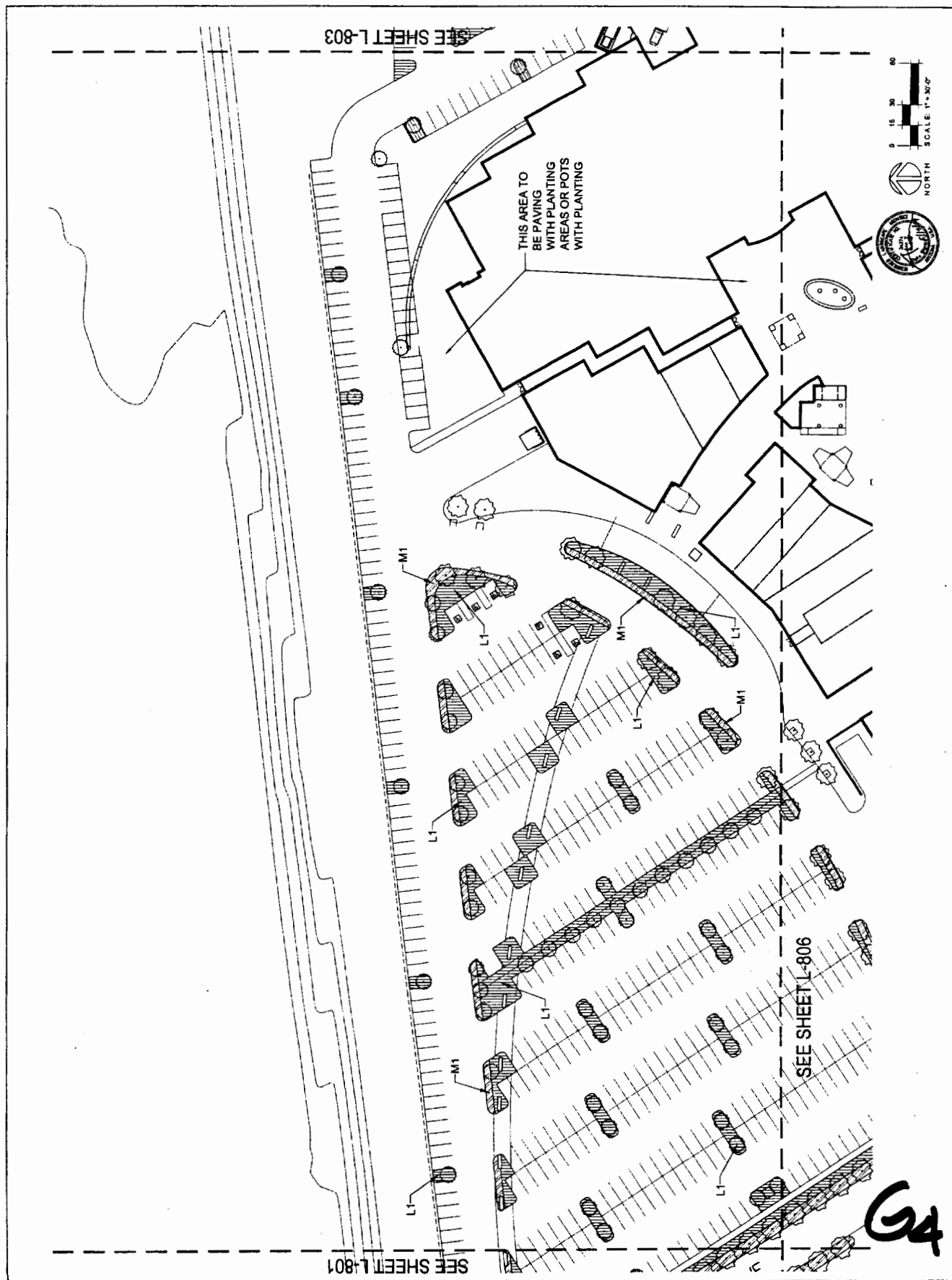
COVERAGE: 12.27 %

PLANTING PLAN

Project No.:	04108.01
Drawn By:	YLR/MD
Checked By:	W3
Date:	06/10/2004
Scale:	AS SHOWN
As Name:	
Sheet Number:	

L-802

MAY 19 2003



SEE SHEET L-801


SEE SHEET 806

THIS AREA TO
BE PAVING
WITH PLANTING
AREAS OR POTS
WITH PLANTING

SCALE: 1" = 30'-0"



Gd




Vestor
 LANDSCAPE ARCHITECTS
 10000 W. 10th Ave.
 Suite 100
 Denver, CO 80202
 TEL: 303.733.1000
 FAX: 303.733.1001

ARCHITECTS

Design Architect:
HTH Group
 HTH Group LLP
 10000 W. 10th Ave.
 Suite 100
 Denver, CO 80202
 TEL: 303.733.1000
 FAX: 303.733.1001

Consulting Architect:
Bd Bg
 Bd Bg Group LLC
 10000 W. 10th Ave.
 Suite 100
 Denver, CO 80202
 TEL: 303.733.1000
 FAX: 303.733.1001



land design
 3000 West 10th Ave.
 Suite 100
 Denver, CO 80202
 TEL: 303.733.1000
 FAX: 303.733.1001

SITE DATA

GROSS SITE AREA: 6,066,664 S.F.
 138.1 AC

NET SITE AREA: 5,794,375.2 S.F.
 132 AC

LANDSCAPE AREA
 MAJOR: 558,099 S.F.
 PAZ: 91,016 S.F.

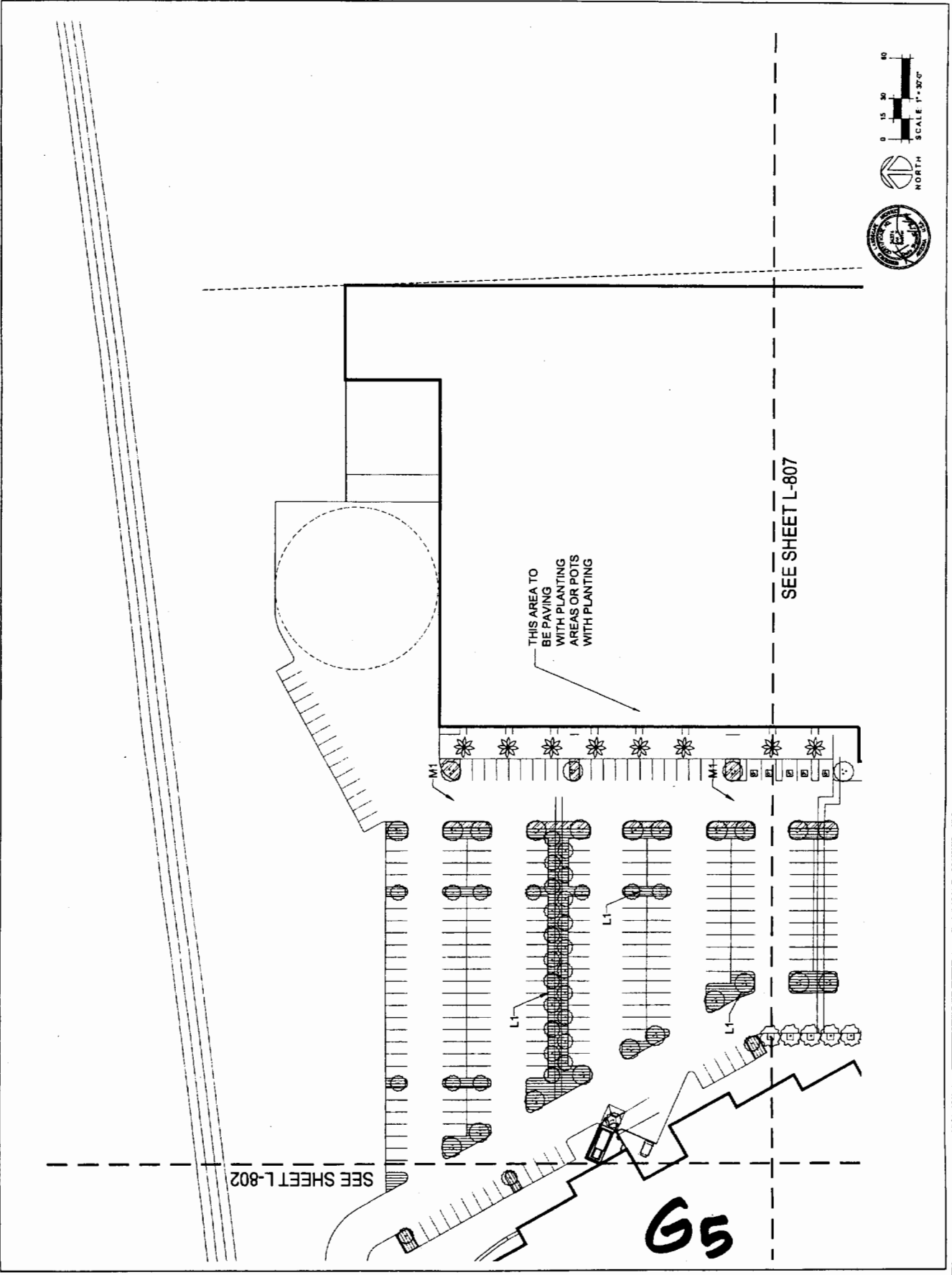
THE DISTRICT: 97,323 S.F.

TOTAL LANDSCAPE AREA: 747,438 S.F.

COVERAGE: 12.27 %

PLANTING PLAN

Project No: 01100-01
 Drawn By: VSB/ML
 Checked By: VSB
 Date: 03/10/2004
 File Name: PLANTING.DWG
 Sheet Number: 1





Vestar

ARCHITECTS
1000 LEXINGTON AVENUE
SUITE 1000
NEW YORK, NY 10022
TEL: 212 512 1000
FAX: 212 512 1001

ARCHITECTS

DESIGN ARCHITECTS



HTH Group
HTH GROUP LLC
1000 LEXINGTON AVENUE
SUITE 1000
NEW YORK, NY 10022
TEL: 212 512 1000
FAX: 212 512 1001



land design
3000 LEXINGTON AVENUE
SUITE 1000
NEW YORK, NY 10022
TEL: 212 512 1000
FAX: 212 512 1001

SITE DATA

GROSS SITE AREA: 8,086,645 S.F.
139.3 AC
NET SITE AREA: 5,794,379 S.F.
133 AC

LANDSCAPE AREA:
MAJOR PAVES: 55,008 S.F.
THE DISTRICT: 97,323 S.F.

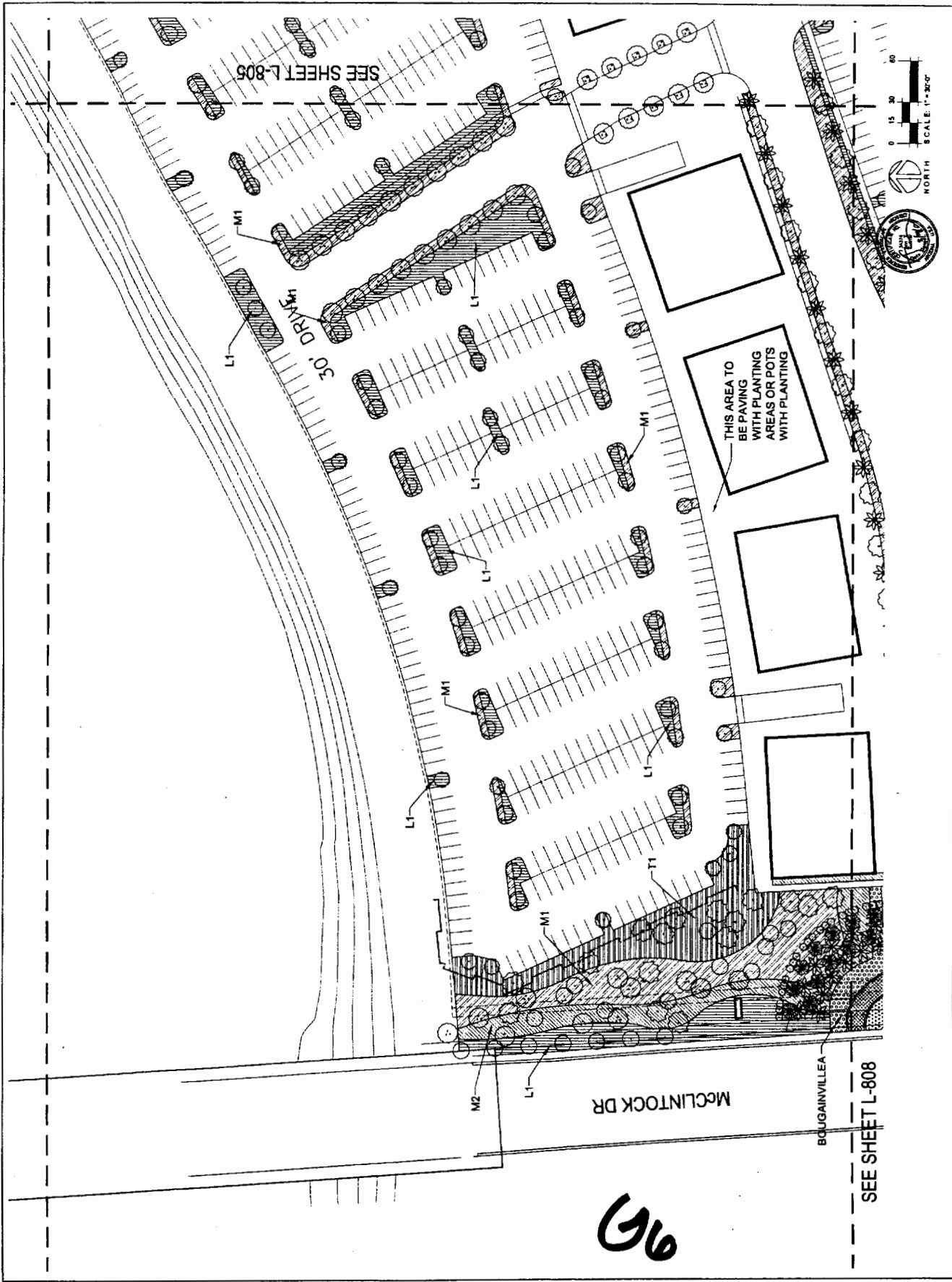
TOTAL LANDSCAPE AREA: 747,438 S.F.
COVERAGE: 12.27 %

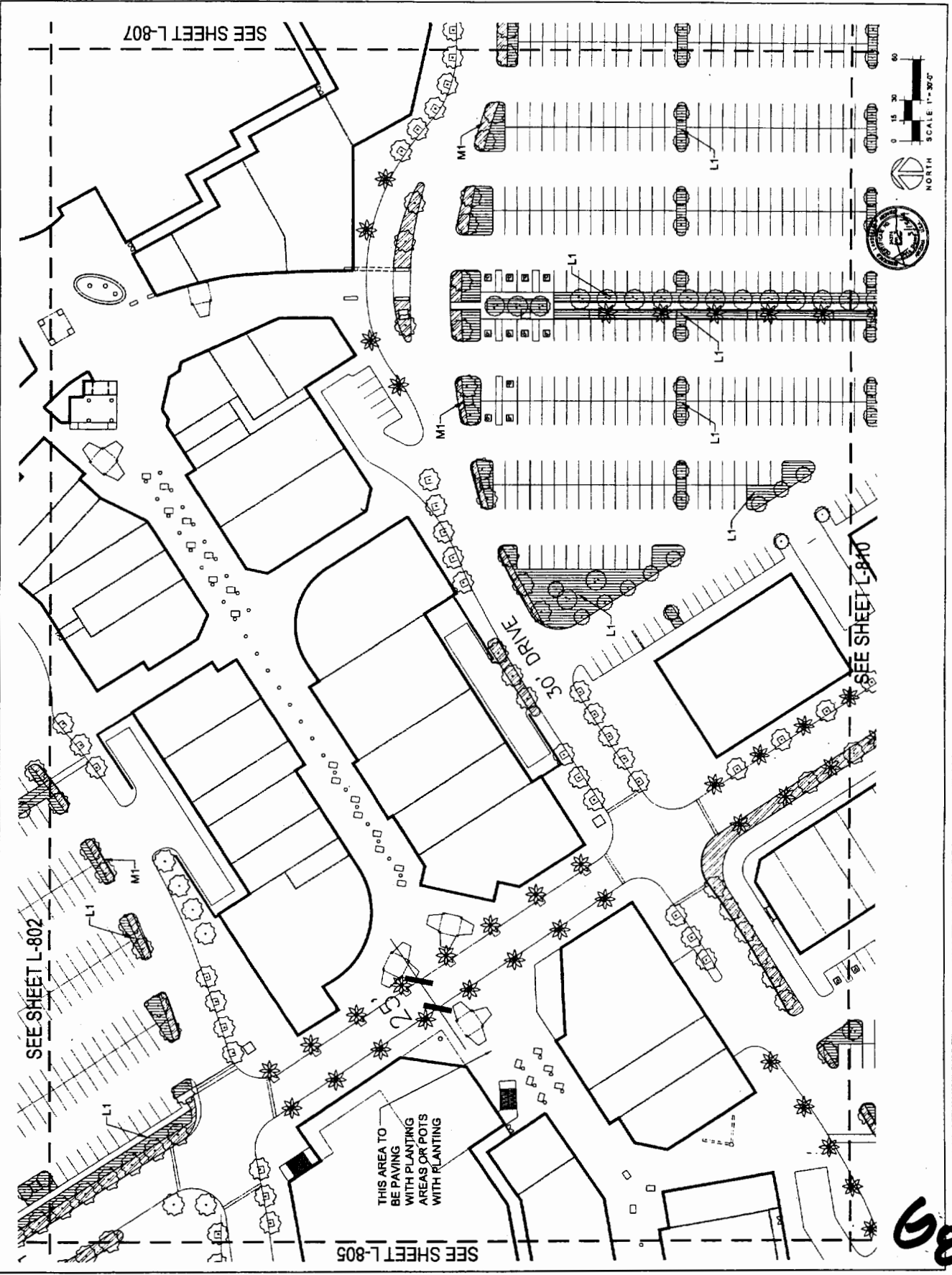
PLANTING PLAN

Project No.	04-08-01
Client	Vestor
Contract No.	04-08-01
Date	05/10/2004
Scale	AS SHOWN
Sheet Number	

L-804

MAY 19 2004





SEE SHEET L-803

THIS AREA TO
BE PAVING
WITH PLANTING
AREAS OR POTS
WITH PLANTING

SEE SHEET L-806

30' DRIVE

SEE SHEET L-811



Vestar
 100 E. CHANDLER RD.
 PHOENIX, AZ 85024
 TEL: 602.955.2000
 FAX: 602.955.2001

HTH Group
 100 E. CHANDLER RD.
 PHOENIX, AZ 85024
 TEL: 602.955.2000
 FAX: 602.955.2001

Bd
 100 E. CHANDLER RD.
 PHOENIX, AZ 85024
 TEL: 602.955.2000
 FAX: 602.955.2001

land design
 2500 W. BROADWAY
 SUITE 120
 PHOENIX, AZ 85017
 TEL: 602.955.2000
 FAX: 602.955.2001



SITE DATA

GROSS SITE AREA: 6,066,645 S.F.
 139.3 AC

NET SITE AREA: 5,794,313.9 S.F.
 133 AC

LANDSCAPE AREA:
 MAJOR: 550,000 S.F.
 MINOR: 97,323 S.F.

TOTAL LANDSCAPE AREA: 147,428 S.F.
 COVERAGE: 12.27 %

PLANTING PLAN

Project No.	04108-01
Client By	V.S.M.
Checked By	V.S.
Date	08.10.2004
Scale	AS SHOWN
File Name	
Sheet Number	

L-807

MAY 19 2004

69

Vestar

1000 E. CAMDEN RD
SUITE 100
TOLSON, MD 21158
TEL: 410.386.8000
FAX: 410.386.8000

ARCHITECTS

HTH Group

HTH Group LLP
1000 E. CAMDEN RD
SUITE 100
TOLSON, MD 21158
TEL: 410.386.8000
FAX: 410.386.8000

LANDSCAPE ARCHITECTS

BdG

BdG Group Inc.
1000 E. CAMDEN RD
SUITE 100
TOLSON, MD 21158
TEL: 410.386.8000
FAX: 410.386.8000



land design

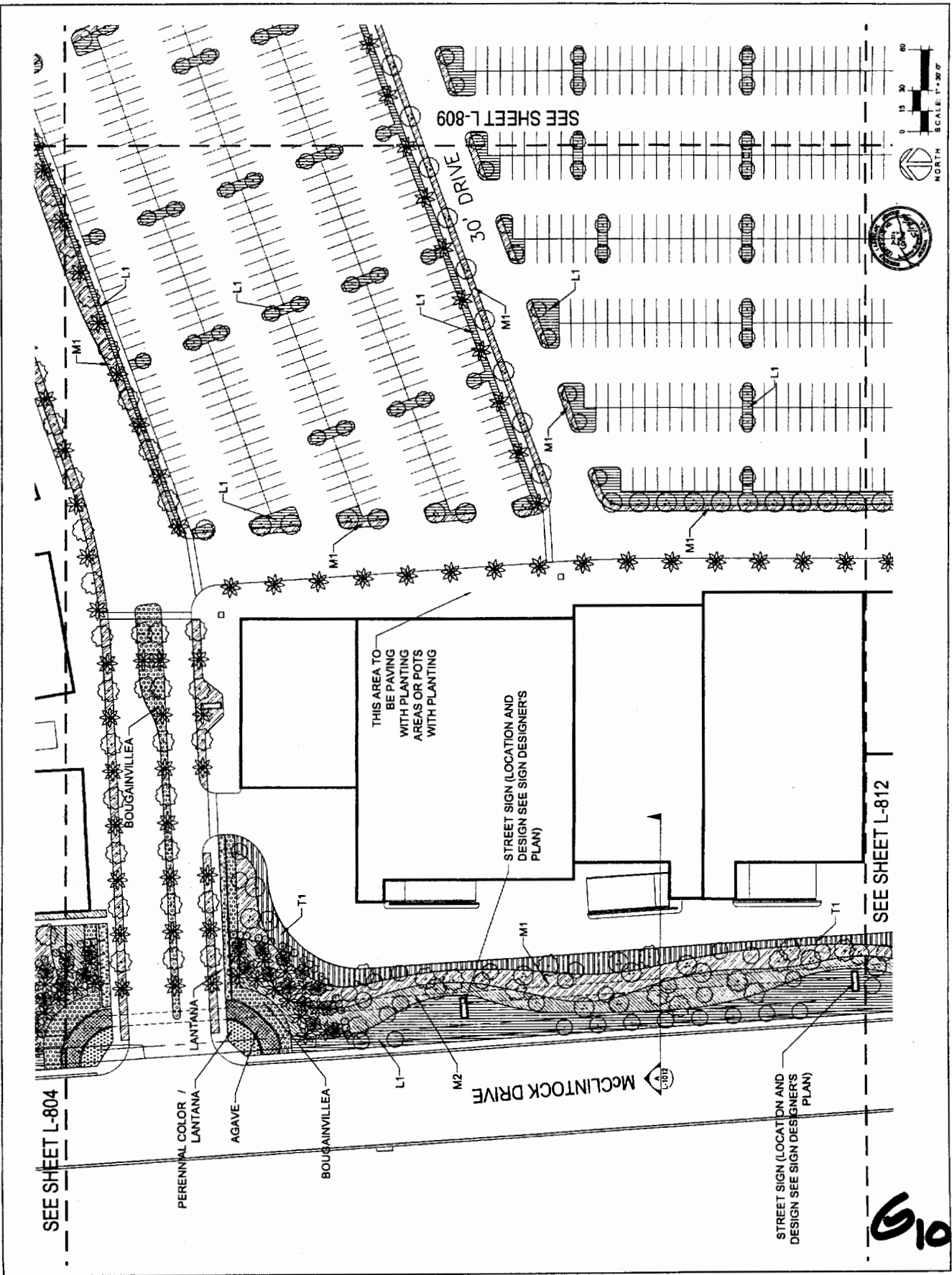
2000 W. CAMDEN RD
SUITE 100
TOLSON, MD 21158
TEL: 410.386.8000
FAX: 410.386.8000

SITE DATA	
GROSS SITE AREA:	6,000,000 S.F. 136.3 AC
NET SITE AREA:	6,174,372 S.F. 133 AC
LANDSCAPE AREA:	550,000 S.F. 12,500 S.F.
MAJOR PAZ:	91,018 S.F.
THE DISTRICT:	97,320 S.F.

TOTAL LANDSCAPE AREA: 17,174,372 S.F.
COVERAGE: 12.27 %

PLANTING PLAN	
Project No.	01108-01
Drawn By:	YB/ML
Checked By:	MS
Date:	01/10/2004
File Name:	AS 10/0004
Sheet Number:	

L-808
MAY 13, 2004



Vestar
 ARCHITECT
 1000 WEST 10TH AVE
 SUITE 100
 DENVER, CO 80202
 TEL: 303.440.0000
 FAX: 303.440.0000

HTH Group
 Design Architect
 1000 WEST 10TH AVE
 SUITE 100
 DENVER, CO 80202
 TEL: 303.440.0000
 FAX: 303.440.0000

MARKETPLACE
 1000 WEST 10TH AVE
 SUITE 100
 DENVER, CO 80202
 TEL: 303.440.0000
 FAX: 303.440.0000

ind design
 1000 WEST 10TH AVE
 SUITE 100
 DENVER, CO 80202
 TEL: 303.440.0000
 FAX: 303.440.0000

SITE DATA

GROSS SITE AREA	6,086,645 S.F.
NET SITE AREA	5,794,373 S.F.
	131 AC

LANDSCAPE AREA

MAINTENANCE	558,000 S.F.
PAVING	91,018 S.F.
THE DISTRICT	97,323 SF

TOTAL LANDSCAPE AREA: 747,438 S.F.

COVERAGE	12.77 %
----------	---------

PLANTING PLAN

Project No.	04-035-01
Drawn By	VEP
Checked By	WJ
Date	10/20/04
Scale	AS SHOWN
Sheet Number	

L-810

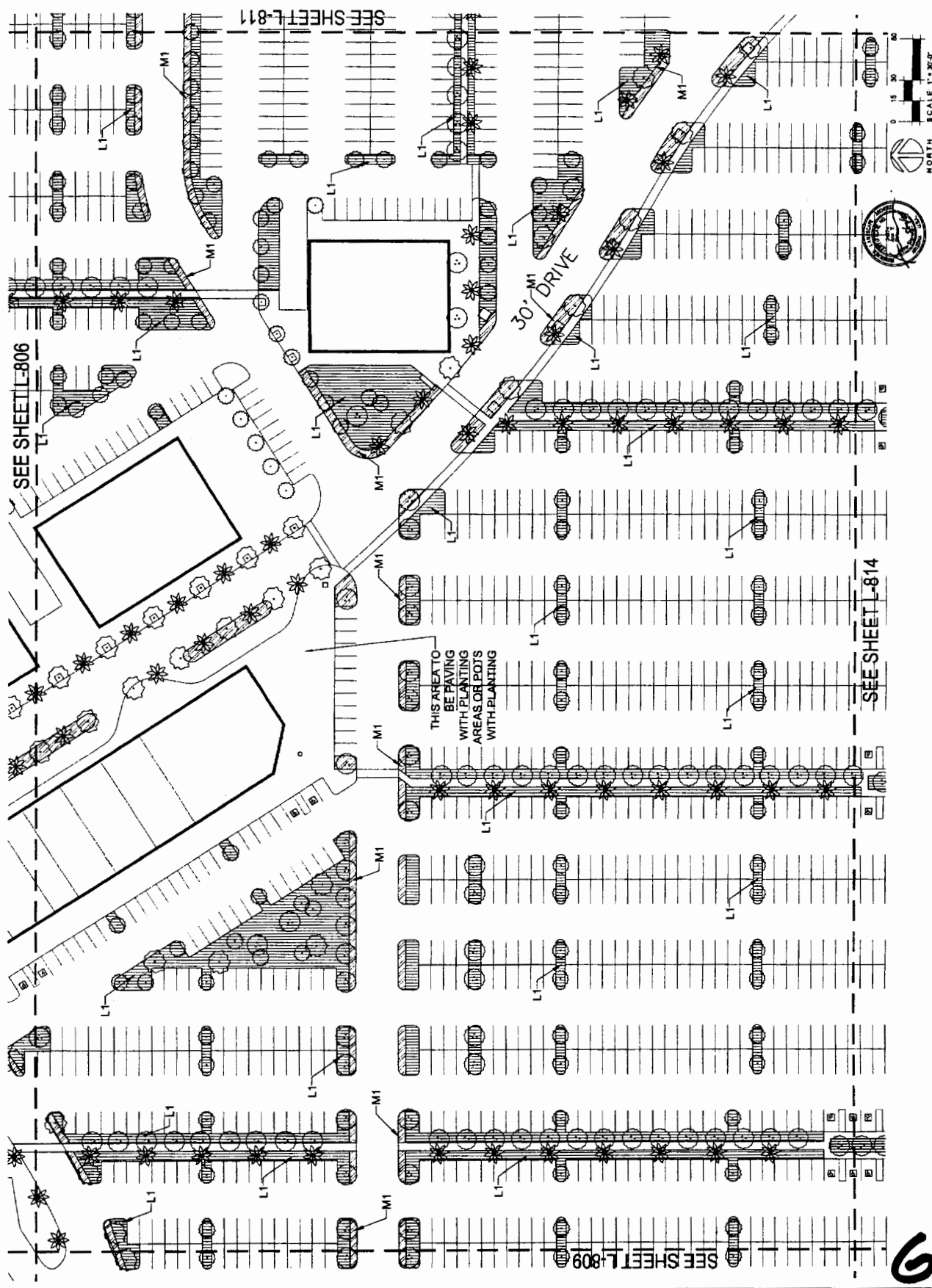
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SEE SHEET L-806

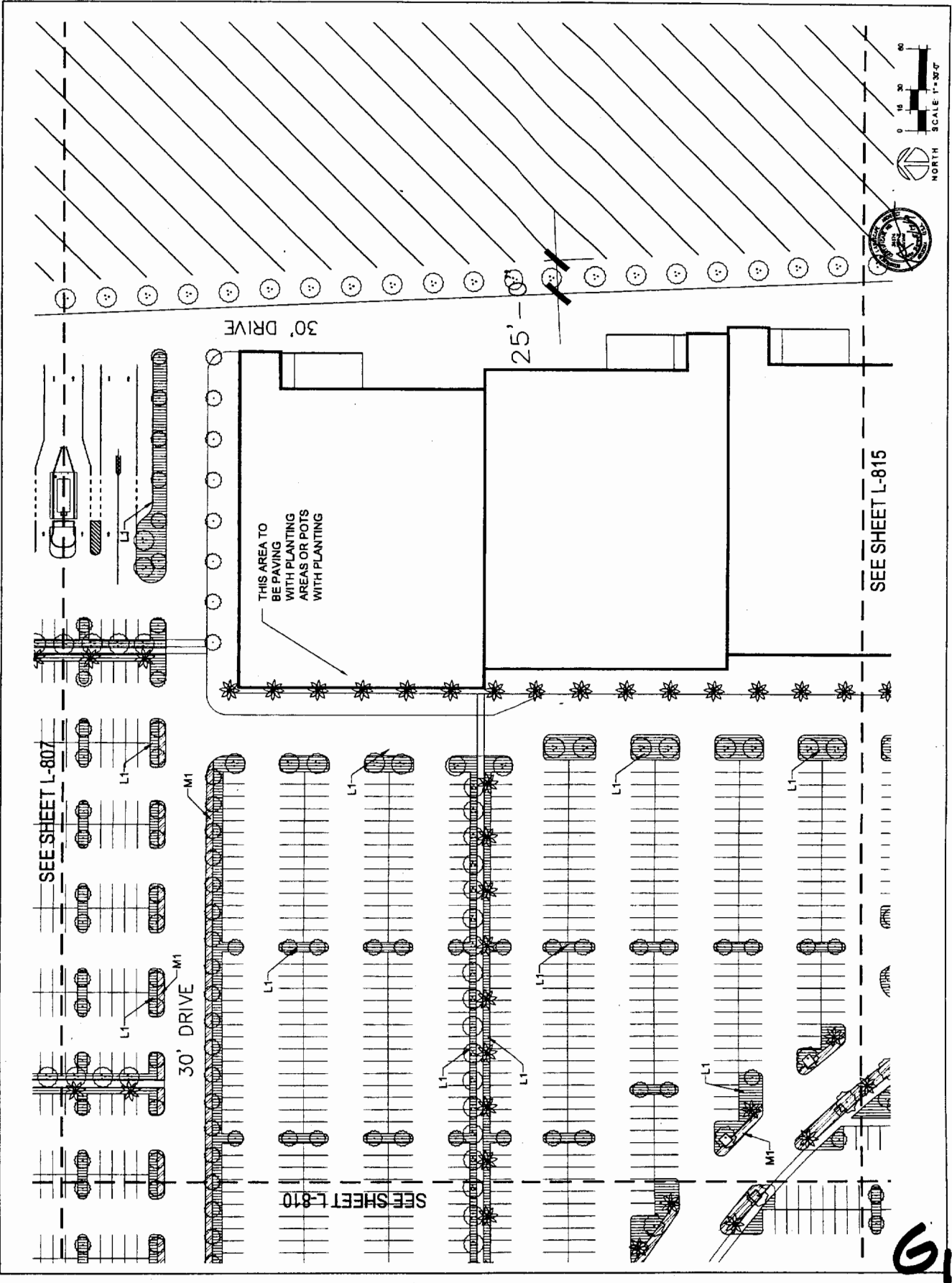
SEE SHEET L-814

SEE SHEET L-809

SEE SHEET L-811



612



6/3



Veststar

LANDSCAPE ARCHITECTS
1000 S. GARDEN ST.
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.0000
FAX: 972.444.0000

ARCHITECTS

Design Architect:



HTH Group
Hillier, Thompson & Hillier Inc.
1000 S. GARDEN ST.
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.0000
FAX: 972.444.0000



land design
2000 Westwood
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.0000
FAX: 972.444.0000

SITE DATA

GROSS SITE AREA 8.08648 S.F.
182.3 AC
NET SITE AREA 5.794,375 S.F.
133 AC

LANDSCAPE AREA

MAJOR: 559,000 S.F.
PAVING: 91,018 S.F.
THE DISTRICT: 97,333 S.F.

TOTAL LANDSCAPE AREA: 717,408 S.F.

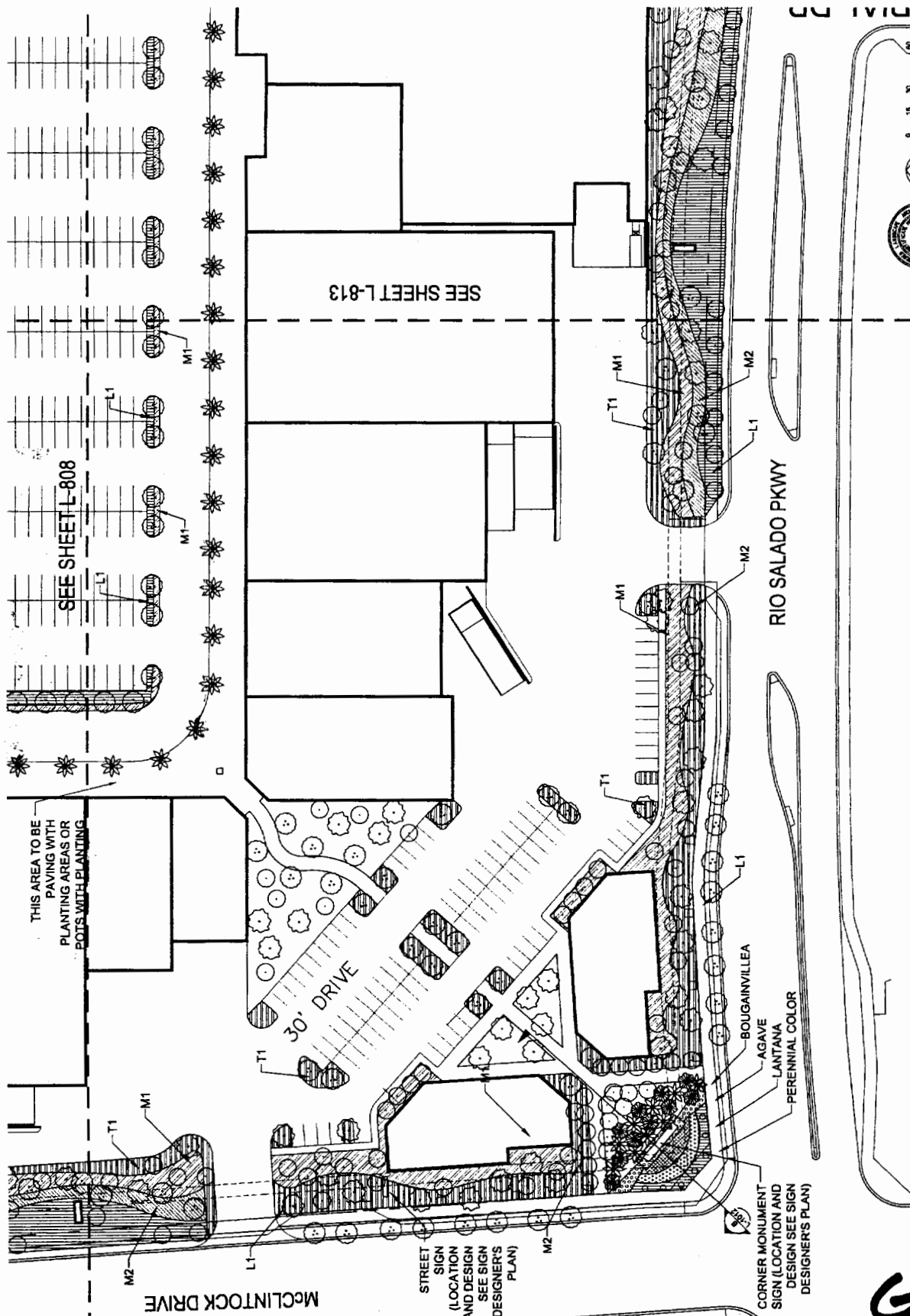
COVERAGE: 12.27 %

PLANTING PLAN

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Client: VESTSTAR
Contract No.: 041103.01
Date: 05/19/2004
File Name: L-813.DWG
Sheet Number:

L-812

MAY 19 2004



614

615

A project for

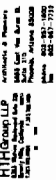


WEST & CARRILL/ARCH
 1400 17th St
 San Francisco, CA 94103
 Tel: 415.774.2000
 Fax: 415.774.2000

ARCHITECT

Design Architect

Executive Architects



land design
 2500 AVENUE 10
 Suite 120
 San Francisco, CA 94115
 Tel: 415.398.0033
 Fax: 415.398.0033

SITE DATA

GROSS SITE AREA: 8,066,464.2 S.F.
 183.3 AC
 NET SITE AREA: 5,794,372.3 S.F.
 133 AC

LANDSCAPE AREA:
 MAJORS: 549,090 S.F.
 PACS: 81,018 S.F.
 THE DISTRICT: 9,323 SF

TOTAL LANDSCAPE AREA: 747,438 S.F.

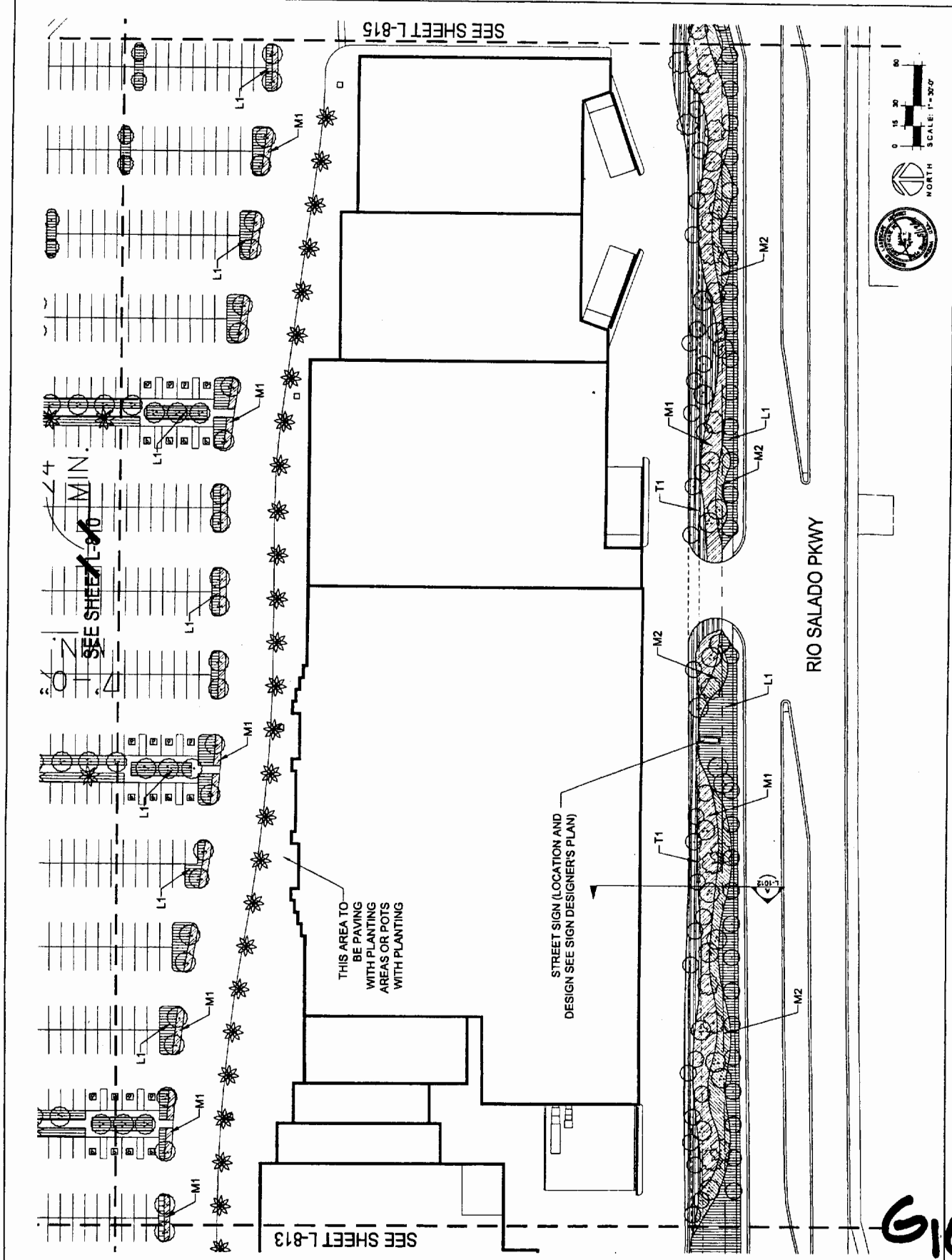
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PLANTING PLAN

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Drawn By	Y.S./M
Checked By	W/S
Date	06/10/2004
Scale	AS SHOWN
Sheet Number	

L-814

MAY 19, 2004



616



Vestar

1001 S. GARDEN AVENUE
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.1000
FAX: 972.444.1001



HTH Group
HTH Group, LLP
1001 S. GARDEN AVENUE
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.1000
FAX: 972.444.1001



land design
2400 W. CAMPBELL AVENUE
SUITE 100
DALLAS, TEXAS 75201
TEL: 972.444.1000
FAX: 972.444.1001

SITE DATA

GROSS SITE AREA: 8.06644 AC
NET SITE AREA: 5.794, 372.3 S.F.
LANDSCAPE AREA:
MAINTENANCE: 558,000 S.F.
PARKS: 91,018 S.F.
THE DISTRICT: 97,333 SF

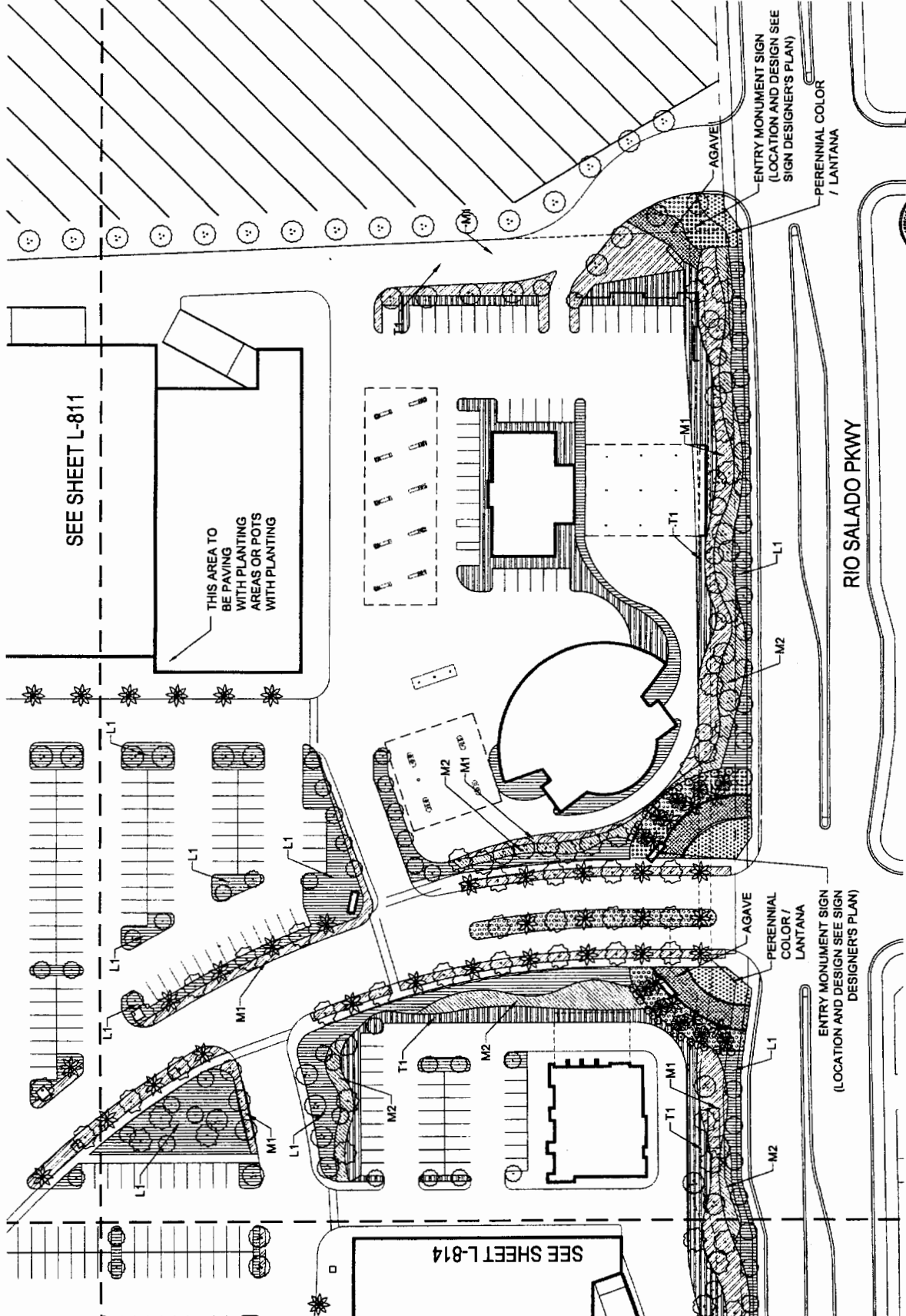
TOTAL LANDSCAPE AREA: 747,438 S.F.
COVERAGE: 12.27 %

PLANTING PLAN

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Drawn By: VHS
Checked By: VHS
Date: 07/18/04
File Name: PLS 11-01.dwg
Sheet Number:

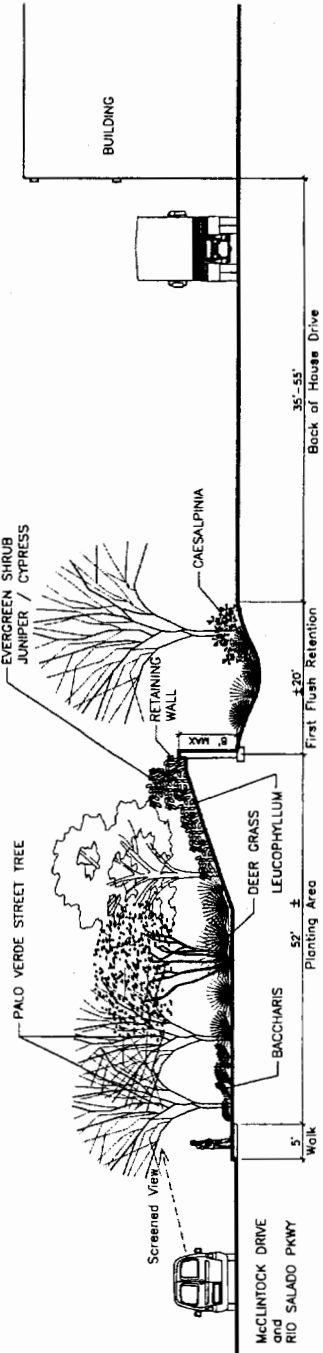
L-815

MAY 19 2005

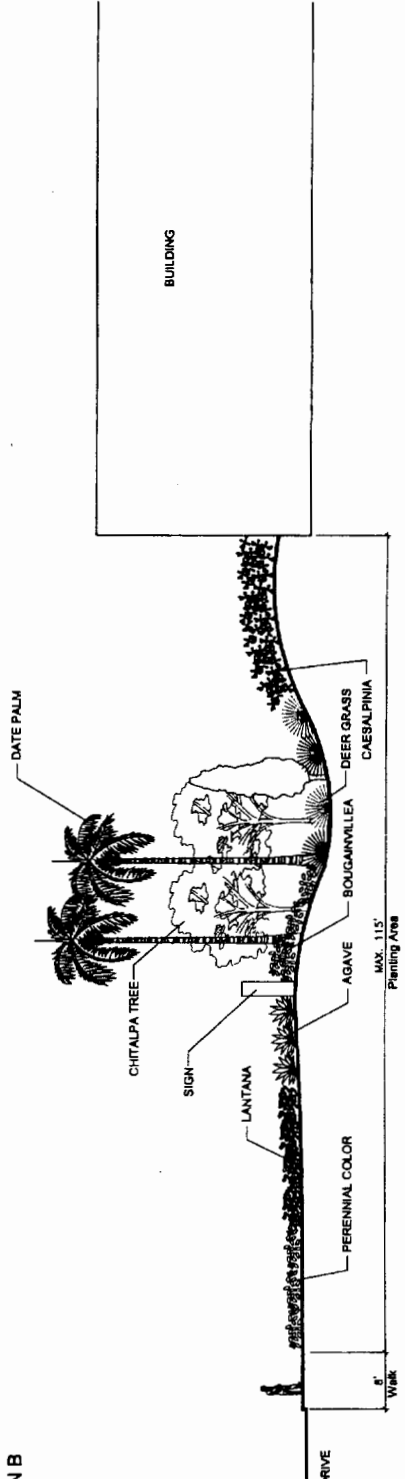


617

SECTION A



SECTION B



G18

SITE DATA

GROSS SITE AREA 6,000,000 S.F.
 136.3 AC
 NET SITE AREA 5,794,375.2 S.F.
 133 AC

LANDSCAPE AREA
 MAJORS 558,000 S.F.
 PAOS 91,018 S.F.
 THE DISTRICT 97,333 S.F.

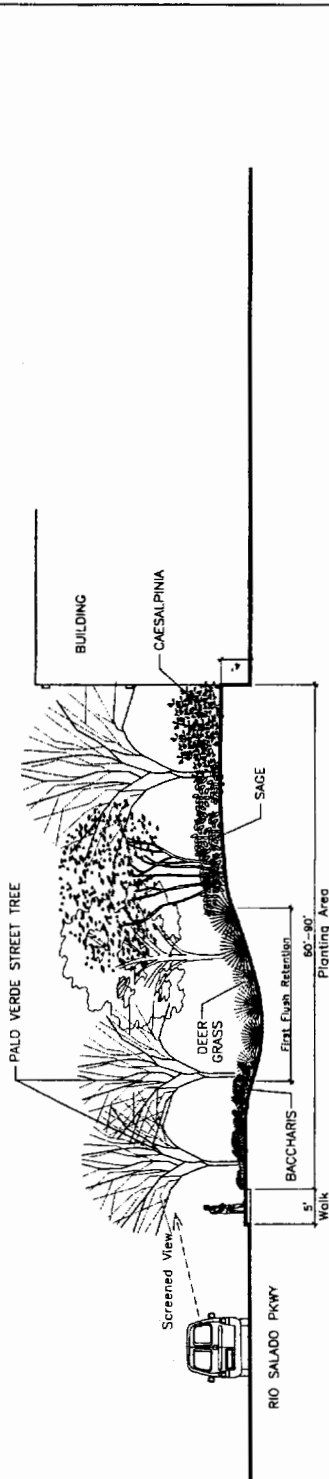
TOTAL LANDSCAPE AREA 747,338 S.F.
 COVERAGE 13.27 %

LANDSCAPE SECTION

Project No.	04103.01
Client	Vestor
Designed By	HTH Group
Drawn By	HTH Group
Scale	1/8" = 1'-0"
File Name	04103.01.dwg
Sheet Number	

L-1013
 MAY 19 2004

SECTION C



SECTION D



619



Heffernan & Associates

Transportation Consultants

5025 North 68th Street ♦ Scottsdale, Arizona 85253-7062 ♦ (480) 947-6550

Traffic Impact Analysis for

TEMPE MARKETPLACE

Prepared for Vestar Development Co.



June 1, 2004

H

TABLE OF CONTENTS

1. INTRODUCTION	1
2. FACTORS AFFECTING SITE ACCESSIBILITY	2
Site Location	2
Area Roadnet	2
Existing Traffic Volumes	4
Existing Traffic Conditions	7
3. SITE TRAFFIC VOLUMES	9
Project Description	9
Trip Generation	11
Directional Distribution of Site Traffic	12
Site Traffic Assignment	13
4. ANALYSIS OF FUTURE TRAFFIC CONDITIONS	15
Future Non-Site Traffic Volumes	15
2006 Traffic Conditions	17
2011 Traffic Conditions	21
2026 Traffic Conditions	26
5. RECOMMENDATIONS	31
Site Access Facilities	31
Off-Site Roadway Improvements	34
TECHNICAL APPENDICES	
A. Traffic Count Data	
B. Capacity Analysis Worksheets: Existing Conditions	
C. Capacity Analysis Worksheets: 2006 Conditions Without Project	
D. Capacity Analysis Worksheets: 2006 Conditions With Project	
E. Capacity Analysis Worksheets: 2011 Conditions Without Project	
F. Capacity Analysis Worksheets: 2011 Conditions With Project	
G. Capacity Analysis Worksheets: 2026 Conditions Without Project	
H. Capacity Analysis Worksheets: 2026 Conditions With Project	

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LIST OF EXHIBITS

1. Site Location	3
2. Existing Traffic Volumes: AM Peak Hour	5
3. Existing Traffic Volumes: PM Peak Hour	6
4. Results of Capacity Analyses: Existing PM Peak Hour Conditions	8
5. Conceptual Site Plan	10
6. Site Traffic Assignment: PM Peak Hour	14
7. Projected Growth in Daily Traffic Volumes	16
8. 2006 Background Traffic Volumes: PM Peak Hour	18
9. 2006 Total Traffic Volumes: PM Peak Hour	19
10. Results of Capacity Analyses: 2006 PM Peak Hour Conditions	20
11. 2011 Background Traffic Volumes: PM Peak Hour	22
12. 2011 Total Traffic Volumes: PM Peak Hour	23
13. Results of Capacity Analyses: 2011 PM Peak Hour Conditions	24
14. 2026 Background Traffic Volumes: PM Peak Hour	27
15. 2026 Total Traffic Volumes: PM Peak Hour	28
16. Results of Capacity Analyses: 2026 PM Peak Hour Conditions	30
17. Recommended Improvements	32
18. Recommended Design of Shopping Center Driveways	33

1. INTRODUCTION

Miravista Holdings LLC and Vestar Development Company have filed an application with the City of Tempe to redevelop approximately 197 net acres located on the northeast corner of Rio Salado Parkway and McClintock Drive into a regional commercial center and adjacent business park. The first phase of development, Tempe Marketplace, would be an open-air mall containing 1.3 million square feet of retail/restaurant/entertainment uses, similar in concept to the highly successful Desert Ridge Marketplace in north Phoenix (which was also developed by Vestar). If these plans are approved by the Tempe City Council, Tempe Marketplace is expected to open in 2006.

This report presents the findings of a traffic impact study prepared by Heffernan & Associates for Vestar Development Company. The primary purpose of this study is to provide City staff and officials with information regarding the trip-generating characteristics of the proposed shopping center in order to determine what roadway improvements are necessary to safely and efficiently accommodate future traffic movements.

The study was conducted in accordance with the guidelines found in Tempe's *Policy for Traffic Impact Studies*. At the request of City staff, the study focused on PM peak hour conditions and included detailed analyses of six signalized intersections in the study: Rio Salado Parkway/McClintock Drive, Rio Salado Parkway/Perry Lane, Rio Salado Parkway/Price Road, University Drive/McClintock Drive, University Drive/Smith Road, and University Drive/Price Road. Similar analyses were also conducted for two other locations where traffic signal control is being proposed: the project's main driveway on McClintock Drive and the Rio Salado Parkway/Smith Road intersection. Based on the proposed opening date, the target years for these analyses were 2006, 2011, and 2026.

The results of these analyses formed the basis for developing specific recommendations regarding appropriate traffic mitigation; these recommendations are presented in this report.

2. FACTORS AFFECTING SITE ACCESSIBILITY

A site's geographical location and the roadway system serving the site are the major factors in determining site accessibility.

SITE LOCATION

The Tempe Marketplace site is located on the northeast corner of Rio Salado Parkway and McClintock Drive (see Exhibit 1). It contains approximately 128 net acres and is roughly trapezoidal in shape. The site is bounded on the north by the Salt River, and the eastern property line falls at approximately the Clark Drive alignment.

The site consists of several dozen individual parcels occupied by auto repair shops, junkyards, landfills, and other industrial uses. Over the past several years, Miravista Holdings LLC has been working with the City of Tempe to purchase these parcels and/or relocate the existing businesses on them. Federal funds have been secured to remediate the site from environmental contamination that has occurred as a result of these industrial uses, and the City will clean up the site prior to development of Tempe Marketplace.

Industrial uses are found to the south of the site (south of Rio Salado Parkway). Arizona State University's Karsten Golf Course is located on the west side of McClintock Drive.

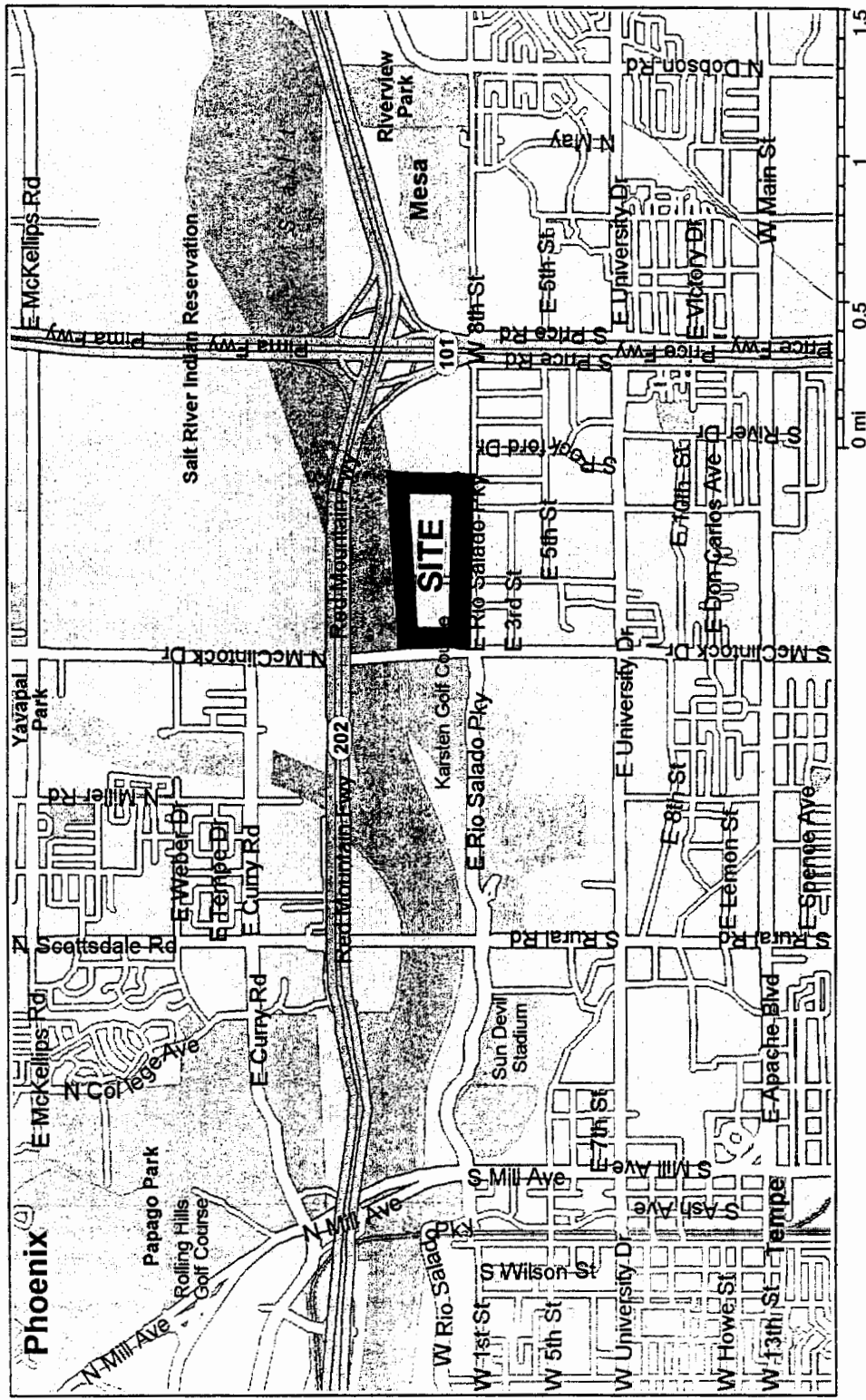
AREA ROADNET

The study area includes the following roadway facilities:

SR 202 (Red Mountain Freeway) is a limited access freeway located less than ¼ mile north of the site. There is a partial interchange (permitting freeway access to and from the west only) at McClintock Drive.

SR 101 (Price Freeway) is a limited access facility located less than ½ mile east of the site. In the vicinity of the site, SR 101 has a pair of one-way frontage roads (Price Road) that collect and distribute traffic entering and exiting the freeway. A half-diamond interchange at Rio Salado Parkway permits freeway access to and from the north only; the other movements (i.e., freeway access to and from the south only) are accommodated at University Drive.

McClintock Drive is an important north-south arterial that borders the site on the west. In the vicinity of the site, it is a six-lane facility with an unbalanced lane configuration (two northbound lanes, two southbound lanes, and a two-way left-turn lane). The posted speed



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SITE LOCATION

HEFFERNAN & ASSOCIATES

Exhibit

1

limit is 45 miles per hour. The site has approximately 1,350 feet of frontage along McClintock Drive.

Rio Salado Parkway is an east-west arterial that forms the southern border of the site. It is a four-lane divided facility with a posted speed limit of 40 miles per hour. The site has approximately 3,050 feet of frontage on this street.

University Drive is an east-west arterial located approximately ½ mile south of the site. It has five lanes (two travel lanes in each direction, plus a center two-way left-turn lane) and is posted for 45 miles per hour.

Perry Lane extends north, for approximately 0.75 mile, from University Drive to, and through, the site. Less than 200 feet of this local street has been fully improved. Immediately south of Rio Salado Parkway, only the east half of Perry Lane has been paved (without curb and gutter) and south of Fifth Street, only the west half has been built.

Smith Road is a north-south street that runs between Rio Salado Parkway and Apache Boulevard, one mile to the south. Smith Road is striped for three lanes (one lane in each direction, plus a two-way left-turn lane) and has a posted speed limit of 25 miles per hour.

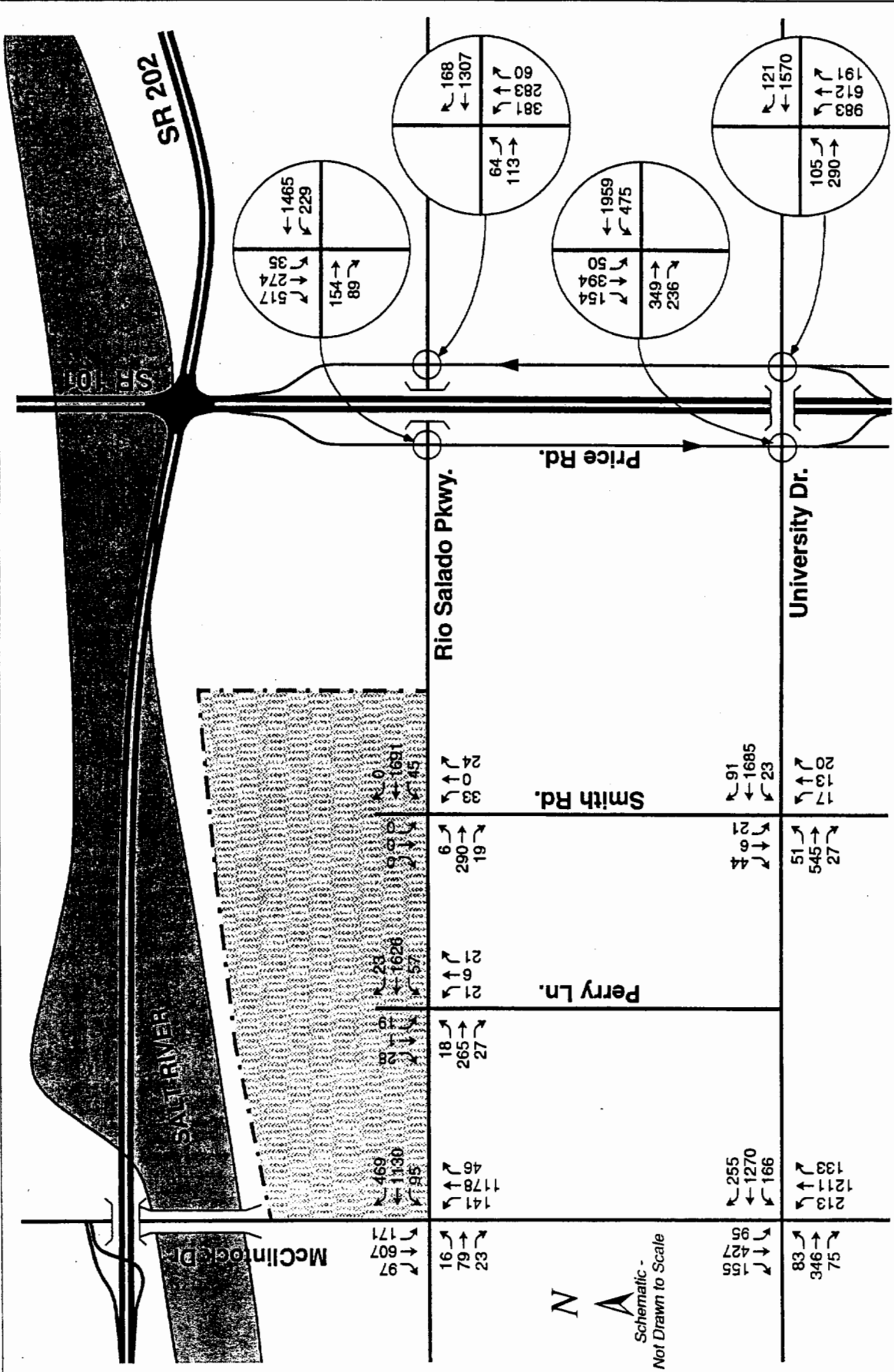
EXISTING TRAFFIC VOLUMES

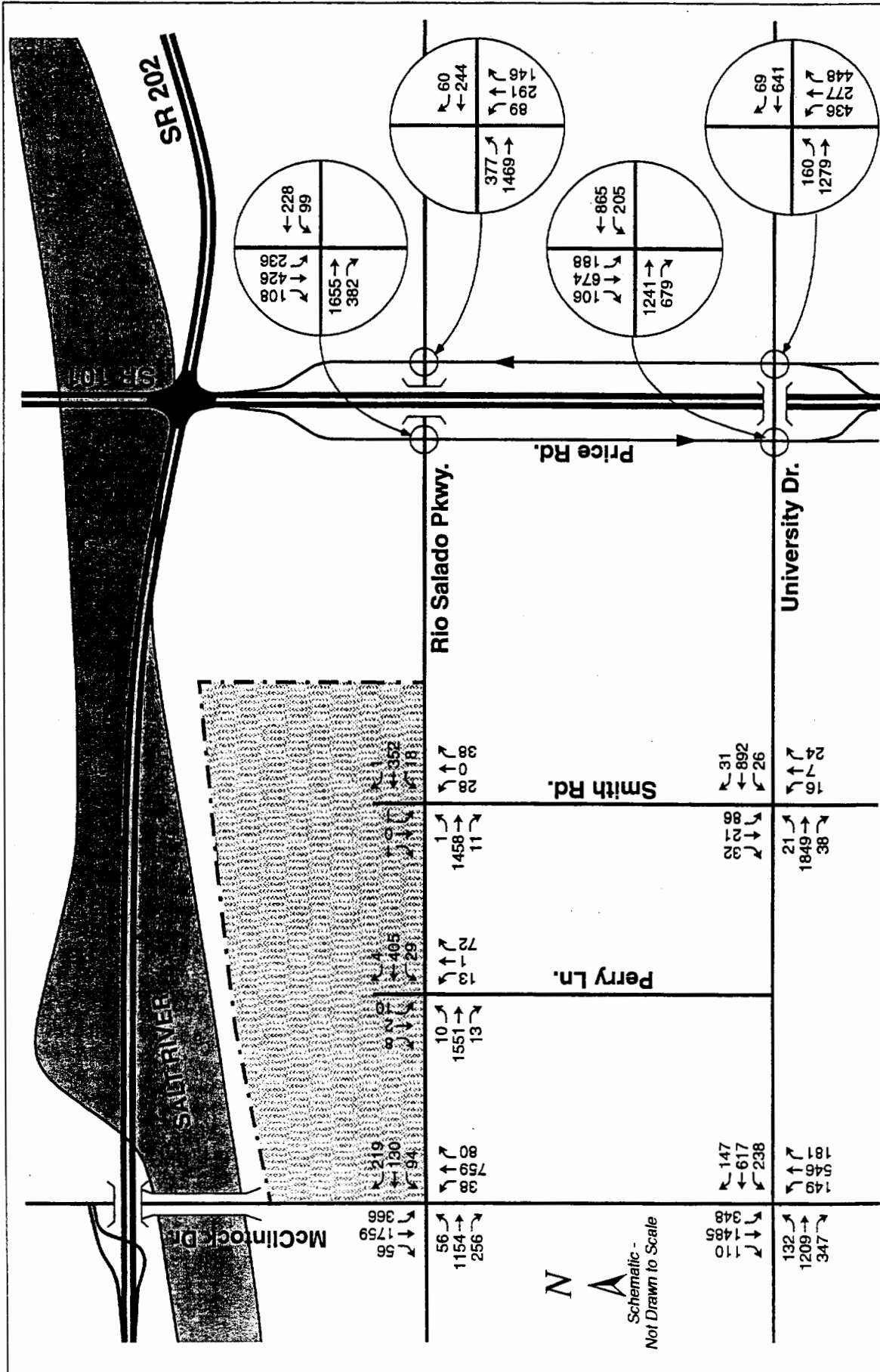
The City's website provides the following data for the major streets in the study area:

Roadway Segment	24-Hour Volume	Year
McClintock Drive, north of Rio Salado Parkway	29,393	2003-04
McClintock Drive, south of Rio Salado Parkway	31,349	2003-04
Rio Salado Parkway, east of McClintock Drive	20,683	2003-04
Rio Salado Parkway, west of McClintock Drive	11,699	2001-02
University Drive, east of McClintock Drive	32,939	2001-02
University Drive, west of McClintock Drive	32,353	2001-02

City of Tempe Traffic Counts

Peak period turning movement counts were conducted at selected intersections within the study area; these seven intersections had been identified by City staff as the locations where the traffic generated by Tempe Marketplace would have its greatest impacts. The turning movement counts were conducted in September 2002, and data were collected for both the AM and PM peak periods (7:00 – 9:00 AM and 4:00 – 6:00 PM). Exhibits 2 and 3 show the AM and PM peak hour volumes, respectively, at the seven study intersections. More detailed information regarding these counts can be found in Appendix A.





EXISTING TRAFFIC VOLUMES: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

EXISTING TRAFFIC CONDITIONS

Existing traffic conditions were analyzed using the methodology specified in the most recent edition of the *Highway Capacity Manual (HCM 2000)*.

The HCM methodology addresses both capacity and level of service at signalized intersections. Capacity is evaluated in terms of the ratio of demand flow rate to capacity (X_c), while the level of service (LOS) is defined in terms of the average control delay per vehicle. (Control delay is the portion of the total delay attributed to signal operation.) A scale of A to F, similar to school grades, is used for defining levels of service, with LOS A representing optimum flow conditions and LOS F representing severe congestion. LOS C is generally used as the design objective, but City staff indicated that achieving LOS D during peak travel periods would be a more appropriate objective for this particular study, given the project's size and location.

Existing peak hour conditions at each major intersection were analyzed using the prescribed *HCM 2000* methodology. Inputs to these analyses included the turning movement counts and signal timing details obtained through field measurements. The results of the capacity analyses indicate that all study intersections are currently operating at acceptable levels of service during both the PM peak hours, as shown in Exhibit 4. At some locations, however, certain left turn movements are experiencing significant delays (LOS E); these include the southbound-to-eastbound left turn movement at Rio Salado Parkway/McClintock Drive, the southbound-to-eastbound left turn movement at University Drive/Smith Road, and the northbound-to-westbound left turn movement at University Drive/Price Road.

Detailed worksheets for these calculations are provided in Appendix B.

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Intersection	Control Delay (s/Veh)	Signal Status	LOS
Rio Salado Parkway/McClintock Drive	36.7	D	0.93
Rio Salado Parkway/Perry Lane	2.7	A	0.50
Rio Salado Parkway/Smith Road	Not Signalized		
Rio Salado Parkway/SB Price Road	21.4	C	0.67
Rio Salado Parkway/NB Price Road	12.0	B	0.51
University Drive/McClintock Drive	42.8	D	0.86
University Drive/Smith Road	5.5	A	0.68
University Drive/Price Road	42.5	D	0.85

RESULTS OF CAPACITY ANALYSES: EXISTING PM PEAK HOUR CONDITIONS

HEFFERNAN & ASSOCIATES

Exhibit

4

3. SITE TRAFFIC VOLUMES

The amount of traffic generated by a project is determined primarily by its size and land use type. Developing estimates of site-generated traffic volumes involves a three-step process: trip generation, distribution, and assignment.

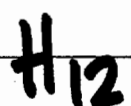
PROJECT DESCRIPTION

Exhibit 5 shows the conceptual site plan for Tempe Marketplace. Approximately 1.3 million square feet of retail/restaurant/entertainment uses will be provided, including 24 major tenants, 15 pad locations, and a variety of smaller shops for unique or specialty retailers. Most of the major tenants are placed around the western, southern, and eastern edges of the site. Their building entrances are oriented towards the center of the site, where the "District" (a cluster of entertainment and restaurant uses) is located. This concept is very similar to that of Desert Ridge Marketplace, a very successful center in north Phoenix, which was also developed by Vestar Development Company.

A total of seven site access points are proposed – two on McClintock Drive and five on Rio Salado Parkway. Each of the proposed access points on Rio Salado Parkway aligns with an existing median break. There were no similar constraints in locating the driveways on McClintock Drive, as that street does not have a raised median and there are no existing driveways on the west side of the street. For easy reference in this report, the driveways have been designated by the letters A through G in consecutive fashion, starting at the northwest corner of the site:

Driveway	Approximate Location (GL to GL)
A	1000 ft. north of Rio Salado Parkway
B	330 ft. north of Rio Salado Parkway
C	490 ft. east of McClintock Drive
D	1,315 ft. east of McClintock Drive (at Perry Lane)
E	2,010 ft. east of McClintock Drive
F	2,630 ft. east of McClintock Drive (at Smith Road)
G	3,150 ft. east of McClintock Drive (at Clark Drive)

Location of Proposed Driveways



TRIP GENERATION

Site traffic estimates were based on the data and methodology presented in the most recent edition of *Trip Generation*, published by the Institute of Transportation Engineers (ITE). On average, a shopping center of 1.3 million square feet will generate approximately 36,000 vehicle-trips per day, as shown in the following table:

SHOPPING CENTER (ITE LAND USE CODE 820): 1,302,250 SF

Time Period	Inbound	Outbound	Total
Weekday (24 Hours)	18,000	18,000	36,000
AM Peak Hour	445	285	730
PM Peak Hour	1,635	1,770	3,405

Estimated Site Traffic Volumes

Relatively few trips will be generated by Tempe Marketplace during the AM peak hour (because most of its tenants will not yet be open at that time of day), so City staff felt that a detailed analysis was not needed for that time period. The project will, however, generate considerable activity in the late afternoon and early evening, so this traffic impact study focuses on the critical PM peak hour.

Approximately 3,400 vehicle-trips are expected to be generated during the PM peak hour – 1,635 inbound trips and 1,770 outbound trips. However, not all of these trips are “new” traffic on the adjacent streets because shopping centers normally draw a significant portion of their patronage from the passing traffic stream. Data published in ITE’s *Trip Generation Handbook* indicate that this “pass-by” traffic could account for as much as 20 – 35 percent of total site traffic during the PM peak hour at a center the size of Tempe Marketplace:

Data Source	Description of Methodology	Estimate of Pass-By Traffic
Table 5.4	Average reported by centers of over 1 million SF (total of 3 sites)	25%
Figure 5.5	Regression equation, based on gross leasable area	18%
Figure 5.6	Data plot, based on PM peak hour traffic on adjacent street:	
	Using McClintock Drive volumes	20 - 30%
	Using Rio Salado Parkway volumes	20 - 35%

Estimates of Pass-By Traffic Developed from Methodologies Presented in “Trip Generation Handbook”

Because there is great variability in the percentage of pass-by traffic (which is highly dependent upon the specific types of goods and services offered in a particular shopping center, the

location of competing establishments, the ease of ingress/egress, etc.), a very conservative estimate of pass-by traffic was used in this study. It was assumed that only 15 percent of the total trips generated by Tempe Marketplace during the PM peak hour would be pass-by trips – i.e., about 245 inbound vehicles and 265 outbound vehicles were already on the adjacent streets. This does not mean a reduction in site-generated traffic; the total driveway volumes presented earlier (3,405 PM peak hour trips) were assigned to the area roadnet. However, appropriate adjustments were made to background traffic volumes – in accordance with the procedures specified in *Trip Generation Handbook*.

DIRECTIONAL DISTRIBUTION OF SITE TRAFFIC

Two years ago, as part of the initial planning efforts for this project, Heffernan & Associates developed a preliminary estimate of the directional distribution of site-generated traffic. This estimate was based on the distribution of population within a 15-mile radius of the site (assuming a regional market), using population forecasts for the year 2010 that were then available from the Maricopa Association of Governments (MAG).

As part of this current traffic impact study, the directions-of-approach analysis was updated and refined. Based upon the list of potential tenants, and the location of competing centers, the limits of the trade area were more accurately defined to reflect a smaller, irregularly-shaped area that encompasses Tempe, northwest Mesa, south Scottsdale, and eastern Phoenix. In addition, new population forecasts were published by MAG in July 2003, and these were incorporated into the updated analysis.

MAG's new population forecasts for both the years 2010 and 2025 were used to develop estimates of the directional distribution of site-generated traffic; however, there were no significant differences in the results obtained from the two analyses (perhaps reflecting the relatively built out nature of the more localized trade area). The following directional distribution was used in this traffic impact analysis:

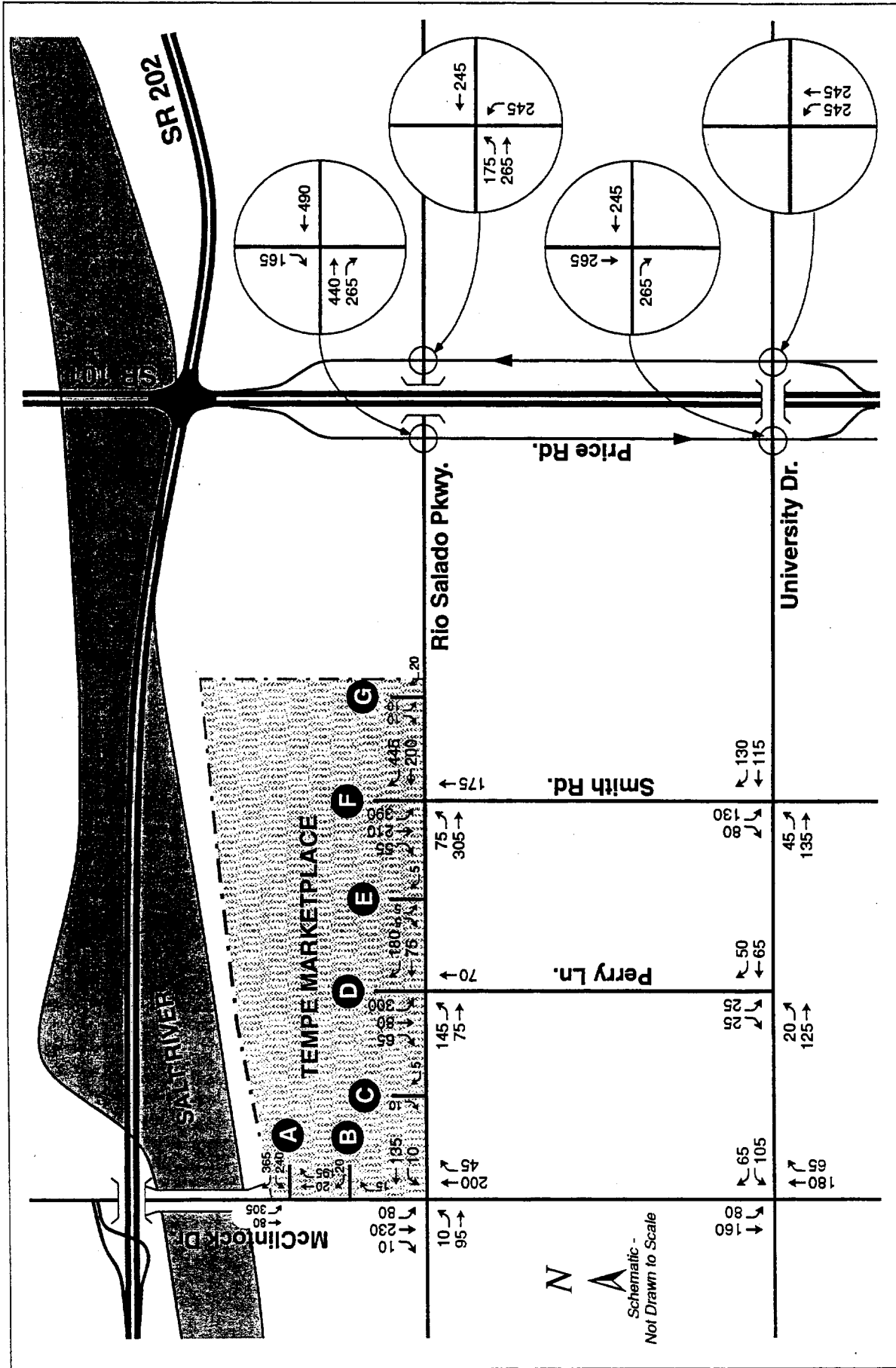
Direction of travel	Percent of Site Traffic
To/from the south via SR 101	30%
To/from the west via SR 202	15
To/from the east via SR 202	10
To/from the north via SR 101	10
To/from the south via McClintock Drive	15
To/from the north via McClintock Drive	10
To/from the west via Rio Salado Parkway	5
To/from the east via Rio Salado Parkway	5

Directional Distribution of Site Traffic

SITE TRAFFIC ASSIGNMENT

Estimated site traffic volumes were assigned to the area roadnet using the directional distribution presented above. The location and design of the proposed site access points and the project's internal circulation system were also considered as the assignment was being developed. The result is shown in Exhibit 6.

Four of the planned site access points (Driveways B, C, E, and G) are expected to see little traffic activity, since they are intended primarily for use as service drives (for truck deliveries and customer pickup of merchandise) and access to the back of stores. Driveways B and C also provide access to Building Q (a 12,000-square foot retail building at the southwest corner of the site), and Driveway G provides access to the planned carwash at the southeast corner of the site, as well as a convenient exit from the gas pumps associated with the planned membership warehouse at the northeast corner. Each of these minor driveways is expected to see 40 or fewer vehicles per hour – even during peak periods of usage. Turning movements at these minor driveways are not shown on subsequent exhibits in this report so that traffic volumes at the major driveways can be shown more clearly.



Exhibit

6

SITE TRAFFIC ASSIGNMENT: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

4. ANALYSIS OF FUTURE TRAFFIC CONDITIONS

In accordance with the City's study criteria, capacity analyses were performed for three target years: 2006 (the projected opening year for Tempe Marketplace), 2011 (representing a point in time five years beyond opening), and 2026 (20 years beyond opening). The 2006 and 2011 analyses are used for design purposes, while the 2026 analysis is intended primarily to provide City staff with an awareness of potential long-term impacts.

FUTURE BACKGROUND TRAFFIC VOLUMES

Future traffic volumes in the study area will undoubtedly be higher than today's volumes, whether or not the proposed project is built. This growth in background (non-site) traffic has to be taken into account when analyzing future traffic conditions.

City staff provided traffic projections for the year 2030 for all major streets in the study area; these projections come from MAG's regional travel demand forecast models. Exhibit 7 shows how the 2030 projections compare to current volumes in the vicinity of the site. McClintock Drive, north of Rio Salado Parkway, and Rio Salado Parkway, west of McClintock Drive, are expected to see the greatest increases in traffic – growing by 116 and 90 percent, respectively. McClintock Drive, south of Rio Salado Parkway, and Rio Salado Parkway, west of McClintock Drive, are expected to see increases on the order of 55 – 60 percent during the same time period. In contrast, traffic volumes along University Drive are expected to show little or no growth.

In order to develop forecasts of background traffic volumes for the interim years of 2006, 2011, and 2026, a straight-line interpolation was made in order to obtain appropriate expansion factors for each roadway segment. These factors were applied to the existing turning movements at the major intersections to obtain preliminary estimates of future PM peak hour volumes; these estimates were then adjusted as necessary to balance inbound and outbound flows at each intersection.

It should be noted here that the MAG projections do take into account some increased development densities in the study area. For example, MAG predicts retail employment in SAZ 1178 (the socioeconomic analysis zone in which the site is located) will increase from less than 200 jobs in 2000 to approximately 1,600 by the year 2030, while total employment will double from 4,700 jobs in 2000 to 9,500 in 2030. It was not possible to determine how much of this new development is expected to occur on the Tempe Marketplace site in the MAG models, however, because SAZ 1178 covers the entire square mile bounded by SR 202, SR 101, University Drive and McClintock Drive. It is likely that there is some "double counting" when the estimated site traffic volumes are added to the projected background traffic volumes to obtain total traffic volumes, but it could not be quantified, so no adjustments were made to account for this phenomenon. As a result, a "worst case" scenario was analyzed in this traffic study.

H18

Roadway Segment	2003	2030	Percent Change
McClintock Drive:			
North of Rio Salado Parkway	29,400	55,900	+ 90%
Rio Salado Parkway - University Drive	31,350	47,300	+ 51%
South of University Drive	32,000 (est.)	53,100	+ 66%
Rio Salado Parkway:			
West of McClintock Drive	13,750 (est.)	29,700	+ 116%
East of McClintock Drive	20,700	33,100	+ 60%
University Drive:			
West of McClintock Drive	32,350	31,500	- 3%
McClintock Drive - Price Road	33,300 (est.)	35,150	+ 6%
East of Price Road	33,900	33,200	- 2%
Price Road:			
Rio Salado Parkway - University Drive	16,850	21,600	+ 28%
South of University Drive	11,850	13,300	+ 21%

PROJECTED GROWTH IN DAILY TRAFFIC VOLUMES

HEFFERNAN & ASSOCIATES

Exhibit

7

2006 TRAFFIC CONDITIONS

Exhibit 8 shows the projected PM peak hour background traffic volumes for the year 2006; these are the volumes that are expected to be seen in the study area if no new development occurs on the site. If Tempe Marketplace is built, however, the higher traffic volumes shown in Exhibit 9 would be seen; these represent *total* traffic volumes and were derived by adding site traffic to the background volumes.

Capacity analyses of the major intersections in the study area were performed using the HCM 2000 methodology and the 2006 traffic projections. Two scenarios were tested – first without the project (using the background traffic volumes shown in Exhibit 8) and then with the project (using the total traffic volumes shown in Exhibit 9). The results were then compared in order to isolate the incremental impact of the proposed development.

Without the Project

The table at the top of Exhibit 10 shows the results of the intersection capacity analyses for the first scenario (without the project). The results indicate that all of the major intersections would operate at an overall level of service of LOS D or better during the PM peak hour; however the intersection of Rio Salado Parkway and McClintock Drive is rapidly approaching capacity ($X_c = 0.96$) and has little excess capacity to accommodate additional traffic. At that intersection, certain individual movements – including the southbound left turn and the eastbound through movements – would operate at LOS E.

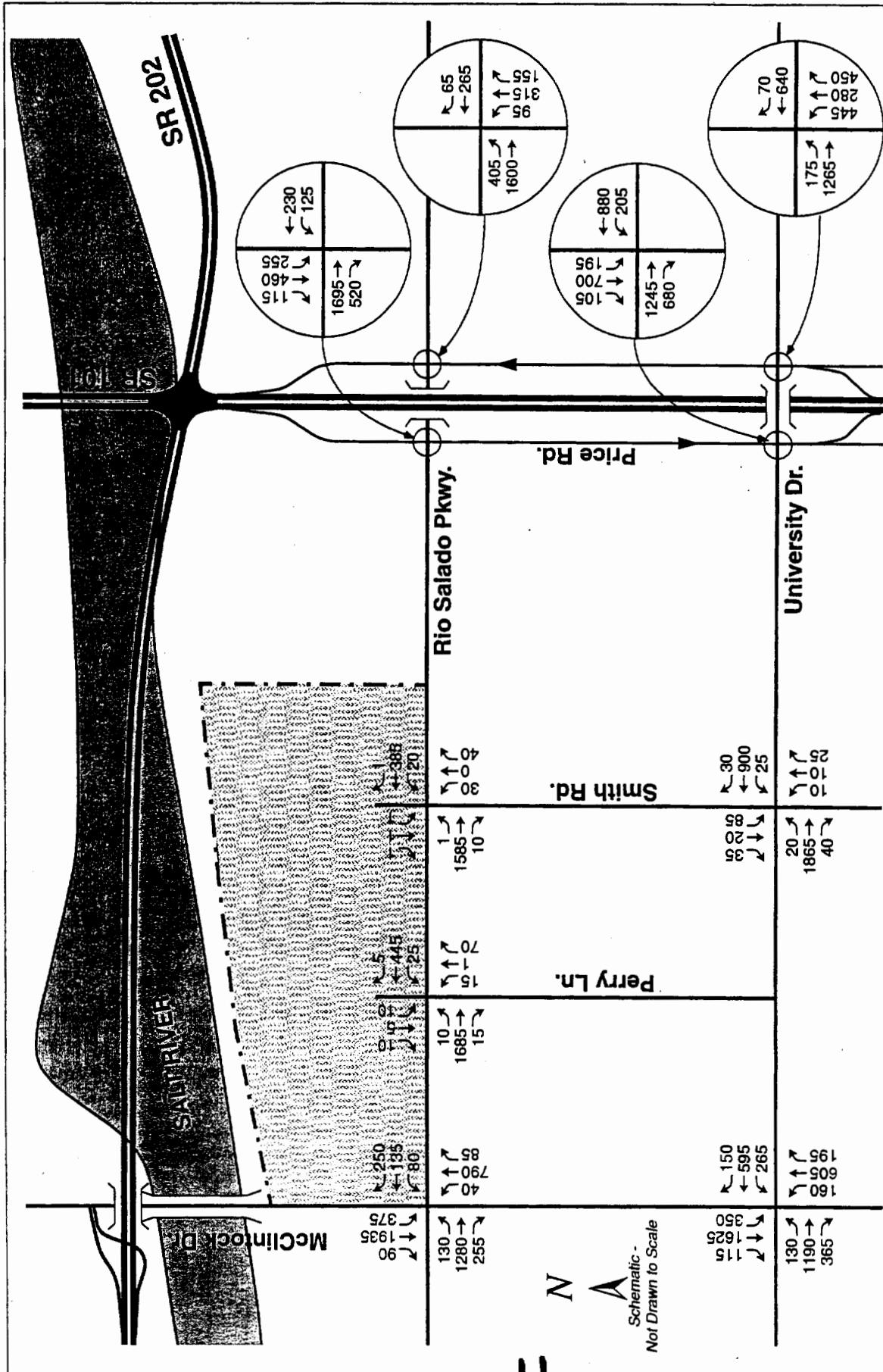
Summary worksheets for these analyses can be found in Appendix C.

With the Project

The table at the bottom of Exhibit 10 presents the expected PM peak hour operating conditions in 2006 after Tempe Marketplace has opened and is fully leased. The additional traffic generated by the shopping center would have a significant impact on several intersections, with LOS E resulting at two locations:

- At Rio Salado Parkway/McClintock Drive, the overall intersection would operate at LOS E if no improvements are made to the intersection, because the travel demand greatly exceeds the available capacity ($X_c = 1.37$). A variety of potential mitigation measures were evaluated, but the only improvement that appears physically feasible and able to provide the necessary increase in capacity to achieve LOS D is the construction of dual left-turn lanes on both the north and south approaches.¹ With this improvement, the impact of the site-generated traffic would be mitigated, and the intersection's overall performance would be brought back up to LOS D.

¹ Dual lanes are actually needed only to accommodate the southbound-to-westbound left turn volume, but they would also have to be constructed for the northbound-to-westbound movement so that the travel lanes would align properly across the intersection.



2006 BACKGROUND TRAFFIC VOLUMES: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

Exhibit

88

WITHOUT PROJECT

Intersection	Control Delay (Sec/Veh)	Intersection LOS
Rio Salado Parkway/McClintock Drive	43.3	D
Rio Salado Parkway/Perry Lane	2.8	A
Rio Salado Parkway/Smith Road	Not Signalized	
Rio Salado Parkway/SB Price Road	23.3	C
Rio Salado Parkway/NB Price Road	12.4	B
University Drive/McClintock Drive	46.2	D
University Drive/Smith Road	5.5	A
University Drive/Price Road	42.2	D

WITH PROJECT

Intersection	Control Delay (Sec/Veh)	Intersection LOS	Comments
Rio Salado Parkway/McClintock Drive	60.4 53.3	E D	With no intersection improvements With NB and SB dual left turn lanes
Rio Salado Parkway/Perry Lane	30.8	C	With 3-phase signal
Rio Salado Parkway/Smith Road	49.0	D	With 3-phase signal
Rio Salado Parkway/SB Price Road	46.6	D	
Rio Salado Parkway/NB Price Road	21.2	C	
University Drive/McClintock Drive	50.2	D	
University Drive/Smith Road	11.2	B	
University Drive/Price Road	72.5	E	Intersection is already fully built out
Driveway A @ McClintock Drive	11.7	B	

RESULTS OF CAPACITY ANALYSES: 2006 PM PEAK HOUR CONDITIONS

HEFFERNAN & ASSOCIATES

Exhibit

10

H22

- The University Drive/Price Road intersection is also expected to operate at LOS E during the PM peak hour. This intersection has already been fully built out, with dual left-turn lanes and separate right-turn lanes, so there do not appear to be any feasible physical improvements that can be made to increase capacity and improve traffic flow at this location.

All other major intersections – including the shopping center's main driveway on McClintock Drive (Driveway A) – are projected to operate at an acceptable level of service (LOS D or better) during the PM peak hour. However, the intersection of University Drive/McClintock Drive is approaching capacity ($X_c = 0.94$), leaving very little capacity for additional traffic.

There is a practical restriction of no more than two outbound lanes at both Driveway D (Perry Lane) and Driveway F (Smith Road). City policy allows a maximum driveway width of 30 feet, or 40 feet if the driveway design includes a raised median; this essentially restricts a driveway to no more than two outbound lanes (assuming that it is a two-way driveway and one inbound lane will be provided). In addition, at these particular locations, there is a need to align the outbound lanes of the shopping center driveways with the existing lane configurations on northbound Perry Lane and northbound Smith Road. Therefore, in conducting the capacity analyses, a three-phase signal operation was assumed at both of the shopping center's main driveways on Rio Salado Parkway. The traffic flows at these locations are highly unbalanced, with heavy southbound flows coming out of Tempe Marketplace facing relatively small volumes of northbound traffic on Perry Lane and Smith Road. In order to minimize disruption to through traffic on Rio Salado Parkway, while still providing sufficient capacity for the heavy left turn volumes exiting the shopping center, it will be necessary to allow these left turns to be made from both outbound lanes. This will require the northbound and southbound approaches to be operated on separate signal phases.

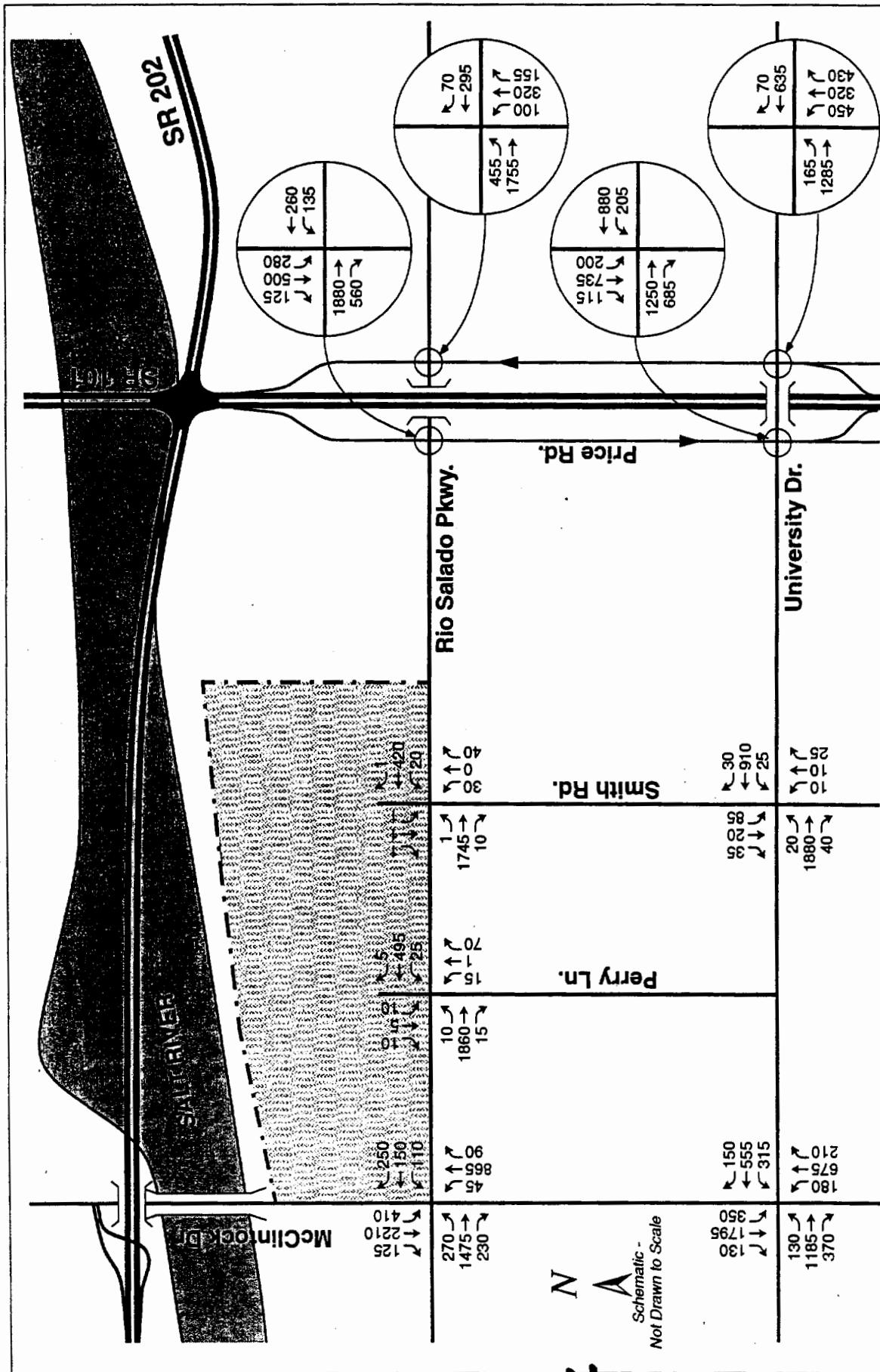
Detailed worksheets for these intersection capacity analyses can be found in Appendix D.

2011 TRAFFIC CONDITIONS

Exhibits 11 and 12 show the projected background traffic volumes and total traffic volumes, respectively, for the year 2011 – five years after the anticipated opening of Tempe Marketplace. The intersection capacity analyses were then repeated, this time using the 2011 volumes shown in these two exhibits.

Without the Project

The table at the top of Exhibit 13 shows how each of the major intersections is expected to operate during the PM peak hour in 2011 – if Tempe Marketplace is not built. (Appendix E contains the summary worksheets for these intersection capacity analyses.) The results of the capacity analyses indicate that improvements will be needed at the Rio Salado Parkway/McClintock Drive intersection in order to accommodate the expected growth in background traffic; if no improvements are made at that location, LOS E will result. Construction of dual left-turn lanes on McClintock Drive would bring the intersection's performance up to LOS D, but it should be noted that nearly all of the additional capacity



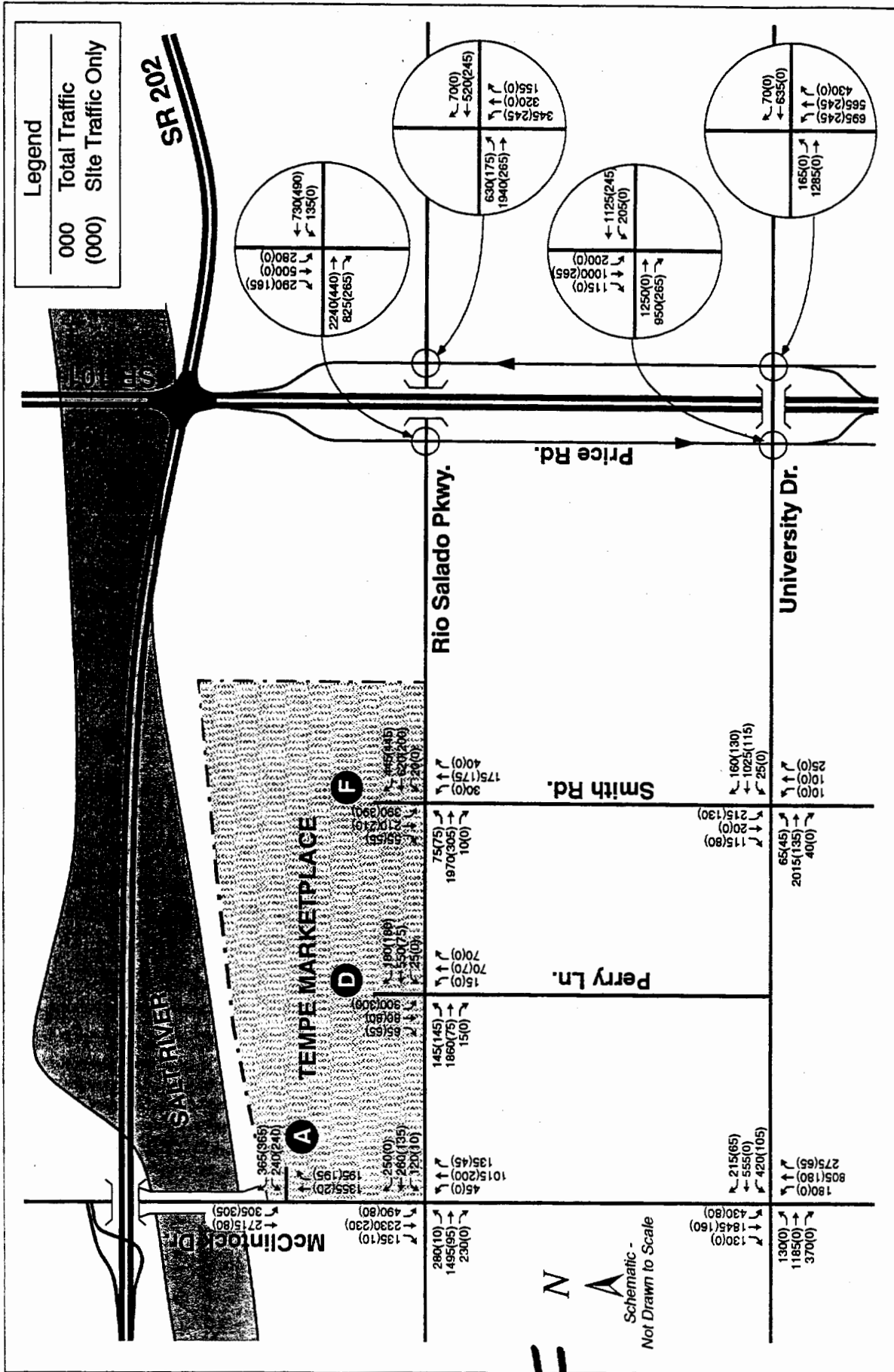
Exhibit

11

2011 BACKGROUND TRAFFIC VOLUMES: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

H24



52H

WITHOUT PROJECT

Intersection	Control Delay (s/veh)	Intersection LOS	X	Comments
Rio Salado Parkway/McClintock Drive	65.0 49.2	E D	1.16 0.97	With no intersection improvements With NB and SB dual left turn lanes
Rio Salado Parkway/Perry Lane	2.8	A	0.58	
Rio Salado Parkway/Smith Road	Not Signalized			
Rio Salado Parkway/SB Price Road	27.6	C	0.71	
Rio Salado Parkway/NB Price Road	13.3	B	0.61	
University Drive/McClintock Drive	53.9	D	0.95	
University Drive/Smith Road	5.5	A	0.68	
University Drive/Price Road	42.9	D	0.87	

WITH PROJECT

Intersection	Control Delay (s/veh)	Intersection LOS	X	Comments
Rio Salado Parkway/McClintock Drive	62.9	E	0.97	With NB and SB dual left turn lanes
Rio Salado Parkway/Perry Lane	35.4	D	0.84	With 3-phase signal
Rio Salado Parkway/Smith Road	67.7	E	1.00	With 3-phase signal
Rio Salado Parkway/SB Price Road	67.3 23.9	E C	0.80 0.72	With no intersection improvements With EB right turn lane
Rio Salado Parkway/NB Price Road	27.2	C	0.91	
University Drive/McClintock Drive	67.0	E	1.00	Intersection improvement not feasible
University Drive/Smith Road	11.3	B	0.82	
University Drive/Price Road	84.1	F	1.12	Intersection is already fully built out
Driveway A @ McClintock Drive	13.3	B	0.77	

RESULTS OF CAPACITY ANALYSES: 2011 PM PEAK HOUR CONDITIONS

HEFFERNAN & ASSOCIATES

Exhibit

13

H26

provided by this improvement would be immediately absorbed by the projected 2011 background traffic volumes ($X_c = 0.97$).

All other major intersections in the study area would continue to operate at LOS D or better; however the projected increase in traffic on McClintock Drive over the next seven years will push the intersection of University Drive/McClintock Drive very close to capacity ($X_c = 0.95$) by 2011.

With the Project

The bottom table in Exhibit 13 presents the results of the capacity analyses performed using the projected 2011 total traffic volumes. This table shows that the addition of site-generated traffic, when combined with the projected increase in background traffic, will cause a deterioration in PM peak hour operating conditions at several locations in the study area. Several intersections are projected to experience LOS E or F during the PM peak hour:

- With or without Tempe Marketplace, the Rio Salado Parkway/McClintock Drive intersection is expected to operate at LOS E – even with the addition of dual left-turn lanes on McClintock Drive. (The additional traffic generated by the shopping center will, however, increase the average vehicle-delay at the intersection.) No other feasible improvements that could increase the capacity of the intersection were identified, as existing development on the southeast and southwest corners sets a practical limit of two eastbound through lanes on Rio Salado Parkway, two northbound through lanes on McClintock Drive, and two southbound left-turn lanes.
- As noted earlier in this chapter, the new traffic that would be added to the University Drive/Price Road intersection due to the shopping center will lead to unacceptable levels of service during the PM peak hour (projected to be LOS E in 2006). With the projected increase in background traffic occurring between 2006 and 2011, the intersection is expected to operate at LOS F. However, this intersection is already fully built out and there does not appear to be any opportunities for constructing additional lanes to increase capacity at this location.
- The intersection of University and McClintock Drives is projected to operate at LOS E during the PM peak hour. As discussed earlier, this intersection would be operating very close to capacity even without site-generated traffic, and the intersection has already been built out to its planned configuration.
- With the additional traffic generated by Tempe Marketplace, the Rio Salado Parkway/Price Road intersection is expected to operate at LOS E if no improvements are made. With the construction of an eastbound right-turn lane, however, the intersection's performance would improve to LOS C. Roadway plans obtained from City records indicate that there may be sufficient right-of-way available to squeeze in this right-turn lane; however, it may need to be limited to just 100 – 125 feet of storage (plus taper), as the existing right-of-way narrows to less than eight feet from the back of curb farther to the west.

- The intersection of Rio Salado Parkway and Smith Road (Driveway F of the shopping center) is also expected to operate at capacity (LOS E) during the PM peak hour. It would be very difficult to significantly improve the performance of this intersection, however, due to the unbalanced flows between the north and south approaches.

All other major intersections in the study area – including the shopping center's main driveway on McClintock Drive (Driveway A) – are projected to operate at an acceptable level of service (LOS D or better) during the PM peak hour.

Summary worksheets for the capacity analyses can be found in Appendix F.

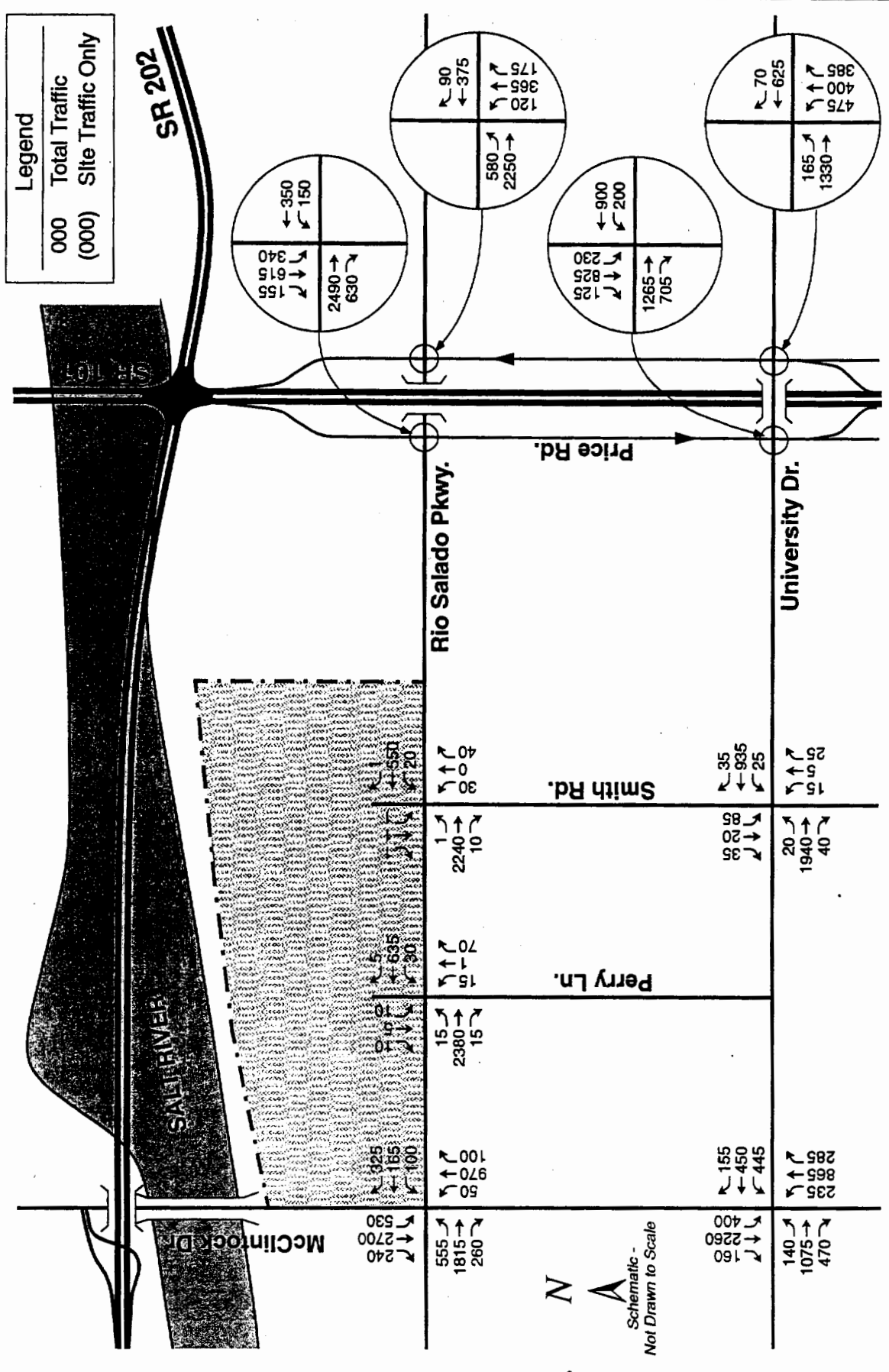
2026 TRAFFIC CONDITIONS

Projected background traffic volumes for the PM peak hour in 2026 are shown in Exhibit 14, and Exhibit 15 shows total traffic volumes (background traffic plus site traffic) for the same time period.

Intersection capacity analyses were repeated using the 2026 traffic forecasts; however, these analyses were performed using a different *HCM 2000* methodology (the planning analysis methodology) than earlier analyses (which employed the operational analysis methodology). The operational analysis methodology depends upon detailed information regarding traffic flow conditions and signal timing; because of this, it is inappropriate for long-range planning – particularly when significant increases in traffic volumes are projected, or when there may be substantial changes occurring in traffic patterns before the design year. The alternate planning analysis methodology provides a broad evaluation of intersection capacity and is more suited for analyzing traffic conditions ten or more years into the future. At the planning level, only capacity is addressed, because it is not practical to perform detailed calculations of delay given the accuracy of the data (especially traffic forecasts) that are generally available for long-range planning.

Without the Project

The *HCM 2000* planning analysis methodology was first used to analyze 2026 traffic conditions without the project. The results of these intersection capacity analyses are presented in the upper table of Exhibit 16. (See Appendix G for summary worksheets). Nearly all major intersections in the study area are expected to be operating at or over capacity during the PM peak hour – even if potential intersection improvements identified earlier – northbound and southbound dual left-turn lanes at Rio Salado Parkway/McClintock Drive and an eastbound right-turn lane at Rio Salado Parkway/southbound Price Road – are implemented. This is not unexpected as the projected daily volume on Rio Salado Parkway (over 33,000 vehicles per day) is near the upper end of the capacity of a four-lane divided facility. The projected volumes on McClintock Drive (ranging from 47,000 to nearly 56,000 vehicles per day) are near the capacity of a six-lane arterial, and the actual capacity on McClintock Drive is even lower because it has only two northbound travel lanes.



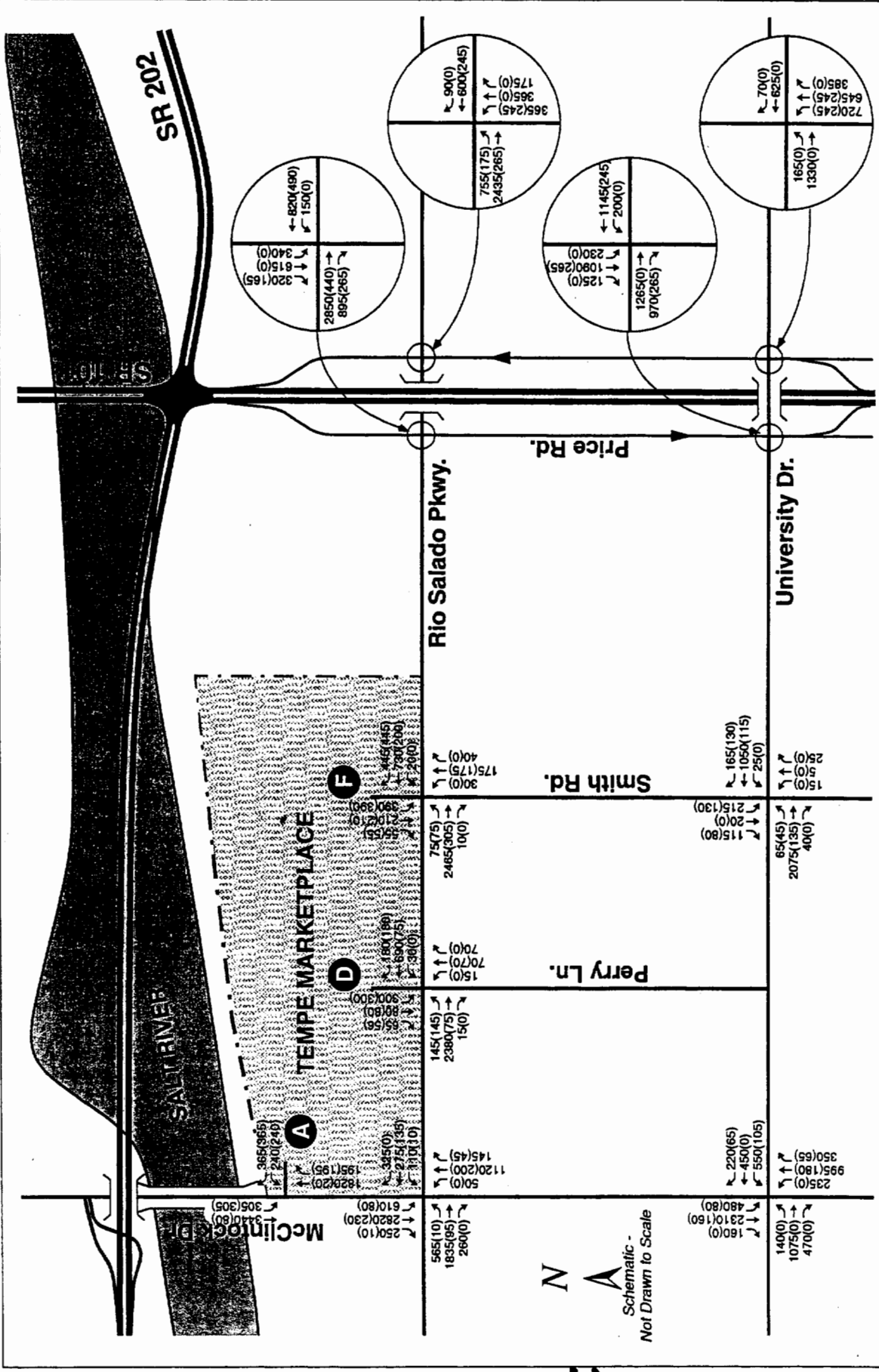
2026 BACKGROUND TRAFFIC VOLUMES: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

Exhibit

14

H 29



2026 TOTAL TRAFFIC VOLUMES: PM PEAK HOUR

HEFFERNAN & ASSOCIATES

H30

With the Project

The *HCM 2000* planning analysis methodology was also used to analyze 2026 traffic conditions with the project; the results of these capacity analyses are shown in the lower table of Exhibit 16. With one exception, all major intersections in the study area are expected to be operating over capacity during the PM peak hour; the exception is the University Drive/Smith Road intersection, which is projected to be "near capacity."

A comparison of the critical V/C ratios shown in the two tables on Exhibit 16 shows that the major traffic impact of Tempe Marketplace will be felt at the University Drive/Price Road intersection. Thirty percent of the total site traffic volume is expected to travel through this intersection. At other intersections, the incremental impact of site-generated traffic is relatively small, except at shopping center driveways.

Appendix H contains the worksheets for these intersection capacity analyses.

WITHOUT PROJECT

Intersection	Critical V/C Ratio	Status	Comments
Rio Salado Parkway/McClintock Drive	1.41	Over Capacity	With NB and SB dual left turn lanes
Rio Salado Parkway/Perry Lane	0.91	Near Capacity	
Rio Salado Parkway/Smith Road	Not Signalized		
Rio Salado Parkway/SB Price Road	1.10	Over Capacity	With no intersection improvements
	1.00	At Capacity	With EB right turn lane
Rio Salado Parkway/NB Price Road	1.00	At Capacity	
University Drive/McClintock Drive	1.24	Over Capacity	Intersection improvement not feasible
University Drive/Smith Road	0.75	Under Capacity	
University Drive/Price Road	1.36	Over Capacity	Intersection is already fully built out

WITH PROJECT

Intersection	Critical V/C Ratio	Status	Comments
Rio Salado Parkway/McClintock Drive	1.45	Over Capacity	With NB and SB dual left turn lanes
Rio Salado Parkway/Perry Lane	1.10	Over Capacity	With 3-phase signal
Rio Salado Parkway/Smith Road	1.19	Over Capacity	With 3-phase signal
Rio Salado Parkway/SB Price Road	1.08	Over Capacity	With EB right turn lane
Rio Salado Parkway/NB Price Road	1.13	Over Capacity	
University Drive/McClintock Drive	1.29	Over Capacity	Intersection improvement not feasible
University Drive/Smith Road	0.86	Near Capacity	
University Drive/Price Road	1.88	Over Capacity	Intersection is already fully built out
Driveway A @ McClintock Drive	1.05	Over Capacity	

RESULTS OF CAPACITY ANALYSES: 2026 PM PEAK HOUR CONDITIONS

HEFFERNAN & ASSOCIATES

Exhibit

16

H32

5. RECOMMENDATIONS

Based on the data and analyses developed during this study, specific recommendations were developed regarding the site access facilities and off-site roadway improvements needed to serve Tempe Marketplace. In general, the area roadnet provides good accessibility to the site from all parts of the trade area, but certain roadway improvements will be required to accommodate the projected traffic volumes and minimize future congestion.

The following traffic planning objectives formed the basis for the study recommendations:

- The roadway system should be modified to best accommodate the estimated PM peak hour traffic volumes (total of both background and site-generated traffic).
- Site access points should be designed to provide for the safe movement of vehicles into and out of the shopping center and to provide adequate vehicle storage capacity inside the development for exiting traffic.
- The vehicular access system should be easily understood by persons arriving and departing from the site.

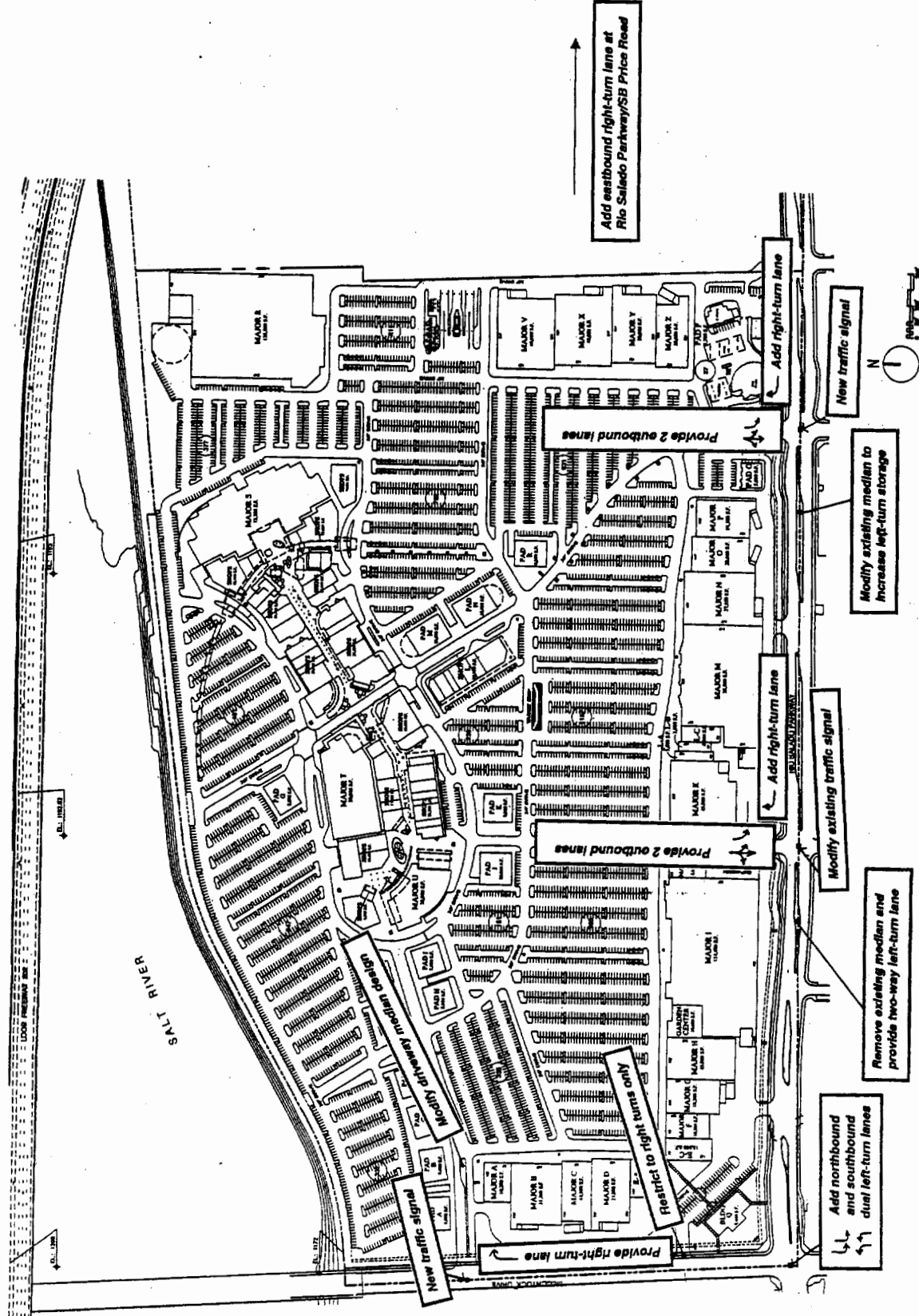
The recommended improvements are shown in Exhibit 17 and discussed in more detail below.

SITE ACCESS FACILITIES

Seven driveways are shown on the conceptual site plan for Tempe Marketplace. Two driveways are proposed for the McClintock Drive frontage. The main driveway, Driveway A, would be located approximately 1,000 feet north of the Rio Salado Parkway centerline; this location has already been approved by City staff as acceptable for traffic signal progression. Driveway B, located approximately 330 feet north of the Rio Salado Parkway centerline, would be a minor driveway as its primary purpose is to serve Building Q, a 12,000-square-foot retail building located on the northeast corner of the Rio Salado Parkway/McClintock Drive.

Five driveways are proposed for the Rio Salado Parkway frontage (Driveways C – G), and each is located to take advantage of existing median breaks. Three of the driveways on Rio Salado Parkway are intended primarily as service drives for truck deliveries and customer pickup and these driveways are expected to see little usage. The two main access points on the south side of the shopping center will be Driveway D (Perry Lane) and Driveway F (Smith Road).

Detailed recommendations regarding the design of the site access points are provided in Exhibit 18. In order to accommodate the heavy inbound and outbound flows, the three main driveways (Driveways A, D, and F) would be signalized.



RECOMMENDED IMPROVEMENTS

HEFFERNAN & ASSOCIATES

Exhibit

17

H34

Driveway	Number of Outbound Lane	Recommended Minimum Storage	Traffic Control	Comments
A	2 1 lane for left turns only; 1 lane for right turns only	275 feet	Signalized (new signal)	- Requires modification to driveway median shown on conceptual site plan.
B	1	25 feet	Unsignalized	- Requires channelization to restrict both inbound and outbound movements to right turns only.
C	1	25 feet	Unsignalized	
D	2 1 lane for left turns only; 1 lane for left, thru, and right movements	275 feet	Signalized (existing signal)	- Requires changes to existing signal timing. - Requires modification to conceptual site plan.
E	1	25 feet	Unsignalized	
F	2 1 lane for left turns only; 1 lane for left, thru, and right movements	300 feet	Signalized (new signal)	- Requires modification to conceptual site plan.
G	1	50 feet	Unsignalized	

H 35

RECOMMENDED DESIGN OF SHOPPING CENTER DRIVEWAYS

HEFFERNAN & ASSOCIATES

Exhibit

18

OFF-SITE ROADWAY IMPROVEMENTS

The following improvements should be implemented as part of the traffic mitigation plan for Tempe Marketplace:

1. Construct dual left-turn lanes on both the north and south approaches of the Rio Salado Parkway/McClintock Drive intersection. As much storage as possible should be provided to accommodate the heavy southbound left turn movement (although 300 feet per lane may be the practical maximum from an operational standpoint.) Because the northbound left turn volume is not expected to increase significantly, no additional storage is really required for this movement; however, northbound dual left-turn lanes are required in order to match the southbound dual left-turn lanes. The amount of left turn storage that can be provided on the south approach may be dictated by the available right-of-way (since there is existing development on both sides of McClintock Drive), however the existing storage (approximately 150 feet) should be maintained and if possible, increased slightly.

Due to the need to maximize storage for the southbound left turn movement at the Rio Salado Parkway/McClintock Drive intersection, Driveway B must be restricted to right turns only - i.e., no left turn movements into or out of this driveway. This can be accomplished through channelization and appropriate signage.

2. The existing raised medians on Rio Salado Parkway will need to be modified at two locations in order to increase the amount of left turn storage.

At Driveway D (Perry Lane), the projected inbound left turn movement will require a minimum of 175 feet of storage (250 feet would be desirable), but only 100 feet is currently available. Removing enough of the existing median to accomplish this would make the remaining portion so small as to constitute a potential safety hazard, so it is recommended that the entire median between Perry Lane and Industrial Drive be removed and converted to a two-way left-turn lane. This change will not decrease the amount of storage available for the westbound-to-southbound left turn into Industrial Drive but will actually increase it. (There is no conflict between the eastbound and westbound left turn movements because the peak volumes for these two movements will occur at different times of the day.)

At Driveway F (Smith Road), the existing median on Rio Salado Parkway should be modified to increase the available left turn storage for the eastbound-to-northbound movement from 100 feet (existing) to a minimum of 150 feet of storage (200 feet desirable).

3. It would be desirable to provide a separate right-turn lane to accommodate the heavy eastbound-to-southbound movement from Rio Salado Parkway onto Price Road. Preliminary research indicates that it may be possible to provide a right-turn lane with 100 - 125 feet of storage within the existing right-of-way. This additional turn lane would increase capacity for eastbound traffic flow and should be provided, if feasible. If the right-turn lane cannot fit within the available right-of-way, however, existing

development on the southwest corner of the intersection may preclude construction of this improvement.

4. Traffic signal control should be installed at Driveway A and at Driveway F (Rio Salado Parkway/Smith Road). Signal timing changes to the existing traffic signal at Rio Salado parkway/Perry Lane (Driveway D) will also be required in order to provide a three-phase operation that maximizes capacity for the outbound movement at this location.
5. Deceleration/right-turn lanes will be required at each of the three signalized site access points in order to accommodate heavy inbound movements. A minimum of 250 feet of storage, exclusive of taper, should be provided for a separate right-turn lane on northbound McClintock Drive at Driveway A, and also on westbound Rio Salado Parkway at Driveways D and F.

With implementation of these recommended improvements, the potential traffic impacts of Tempe Marketplace will be mitigated as much as possible. The traffic analysis shows that there will still be certain locations in the study area where LOS E or F is expected to be seen during the PM peak hour within the next seven years. These are locations where the intersections are already fully built out or existing development precludes additional roadway widening. At the University Drive/Price Road intersection, the unacceptable level of service is due to the additional traffic that would be generated by the shopping center, but at other locations (Rio Salado Parkway/McClintock Drive and University Drive/McClintock Drive), substantial growth in background traffic is also a major factor.

The analysis of long-range traffic conditions (2026) indicates that nearly all intersections in the study area will be operating at unacceptable levels of service during the PM peak hour – *whether or not Tempe Marketplace is built*. This is a result of the City's twin policies to encourage redevelopment and intensification of uses within the Rio Salado corridor (which results in greater trip-making, while limiting increases in roadway capacity so as to encourage use of alternative transportation modes).

It should also be remembered that the traffic impact analysis presented in this report represents a worst case scenario. It was assumed that nearly all trips to and from Tempe Marketplace would be made by private auto (since the data published in *Trip Generation* – on which the estimates of site traffic volumes were based – come primarily from free-standing suburban locations with little or no transit usage). No reduction was taken for potential transit usage, even though an on-site transit stop will be provided near the main shopping/entertainment area, making it convenient for visitors and employees to use transit as a means of traveling to and from the site. Also, the projected traffic volumes are likely on the high side since there is evidence of some "double counting" when the estimated site traffic volumes are added to background traffic volumes, because the MAG projections already include some increased development activity in the study area. It should also be noted that there are many alternate travel routes available to and from the site. Should delays at one particular intersection become too great, it is likely that some drivers will alter their routes to avoid these congested locations. This will tend to balance traffic flows more evenly around the site, as drivers become more familiar with the area and discover these alternate routes.



↑ NORTH

ORDINANCE NO. 808.2004.04

AN ORDINANCE AMENDING SECTION I OF PART 2.F. OF
ORDINANCE NO. 808 OF THE CITY OF TEMPE AND THE
DISTRICT ZONING MAP ACCOMPANYING AND MADE
PART OF THE SAID ORDINANCE NO. 808.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF TEMPE,
ARIZONA, as follows:

SECTION 1. That Section I.2.F. of Ordinance No. 808 of the Zoning Ordinance of the City of Tempe and the District Zoning Map of the City of Tempe accompanying and made a part of the said Ordinance No. 808 be and they are hereby amended by removing the below described property from the AG, Agriculture, I-2, General Industrial and I-3 Heavy Industrial to RCC, Regional Commercial Center Zoning District.

LEGAL DESCRIPTION

COMMENCING AT THE BRASS CAP IN HAND HOLE FOUND AT THE WEST QUARTER CORNER OF SAID SECTION 13 WHICH BEARS S. 89°16'27" W., A DISTANCE OF 2630.15 FEET FROM THE BRASS CAP IN HAND HOLE FOUND AT THE CENTER OF SAID SECTION 13;

THENCE N. 89°16'27" E., ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 80.21 FEET;

THENCE DEPARTING PERPENDICULAR TO SAID SOUTH LINE, N. 00°43'33" W., A DISTANCE OF 94.80 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE FOR RIO SALADO PARKWAY AND THE POINT OF BEGINNING;

THENCE N. 49°29'05" W., A DISTANCE OF 41.85 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY LINE FOR McCLINTOCK DRIVE;

THENCE N. 03°41'12" W., ALONG SAID EASTERLY RIGHT OF WAY LINE, A DISTANCE OF 1311.87 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202;

THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE, N. 85°55'30" E., A DISTANCE OF 55.68 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 1016.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 24°43'48" AN ARC LENGTH OF 438.53 FEET;

THENCE N. 61°11'42" E., A DISTANCE OF 584.42 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 984.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 21°58'55" AN ARC LENGTH OF 377.52 FEET;

THENCE N. 83°10'37" E., A DISTANCE OF 1022.30 FEET;

THENCE S. 02°31'34" E., A DISTANCE OF 23.90 FEET;

THENCE N. 84°16'18" E., A DISTANCE OF 452.02 FEET;

THENCE N. 84°44'58" E., A DISTANCE OF 313.43 FEET;

THENCE DEPARTING SAID SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202, S. 02°05'58" E., A DISTANCE OF 709.98 FEET;

THENCE S. 89°56'56" W., A DISTANCE OF 44.44 FEET;

THENCE S. 02°30'54" E., A DISTANCE OF 1320.77 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE FOR RIO SALADO PARKWAY;

THENCE S. 87°10'50" W., ALONG SAID NORTHERLY RIGHT OF WAY LINE, A DISTANCE OF 75.99 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 4528.66 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 02°40'53" AN ARC LENGTH OF 211.94 FEET;

THENCE S. 89°52'03" W., A DISTANCE OF 42.29 FEET;

THENCE S. 89°51'38" W., A DISTANCE OF 165.00 FEET;

THENCE S. 89°18'43" W., A DISTANCE OF 30.02 FEET;

THENCE N. 02°30'54" W., A DISTANCE OF 20.02 FEET;

THENCE S. 43°21'39" W., A DISTANCE OF 27.86 FEET;

THENCE N. 82°42'45" W., A DISTANCE OF 71.73 FEET;

THENCE S. 89°16'26" W., A DISTANCE OF 65.00 FEET;

THENCE S. 72°44'49" W., A DISTANCE OF 35.15 FEET;

THENCE S. 89°16'26" W., A DISTANCE OF 1045.84 FEET;

THENCE N. 46°56'16" W., A DISTANCE OF 22.76 FEET;

THENCE N. 86°57'50" W., A DISTANCE OF 64.61 FEET;

THENCE S. 43°04'58" W., A DISTANCE OF 27.71 FEET;

THENCE N. 81°47'37" W., A DISTANCE OF 65.10 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3209.02 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 01°08'14" AN ARC LENGTH OF 63.69 FEET;

THENCE S. 76°55'57" W., A DISTANCE OF 40.52 FEET TO THE BEGINNING OF A CURVE
CONCAVE NORTHERLY AND HAVING A RADIUS OF 3219.02 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 03°46'55" AN
ARC LENGTH OF 212.48 FEET TO THE POINT OF REVERSE CURVATURE FOR A CURVE
CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3329.05 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 05°25'29" AN
ARC LENGTH OF 315.19 FEET;

THENCE S. 89°55'37" W., A DISTANCE OF 199.42 FEET;

THENCE N. 85°18'02" W., A DISTANCE OF 102.23 FEET TO THE BEGINNING OF A CURVE
CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3339.05 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 03°13'08" AN
ARC LENGTH OF 187.59 FEET TO THE **POINT OF BEGINNING**.

THE ABOVE DESCRIBED PARCEL CONTAINS 5,586,282 SQUARE FEET OR 128.24 ACRES
MORE OR LESS.

SECTION 2. Further, those conditions of approval imposed by the City Council,
Case #ZON-2004.04 are hereby expressly incorporated in ordinance by this reference.

PASSED AND ADOPTED by the City Council of the City of Tempe, Arizona,
this ____ day of _____, 2004.

Mayor

ATTEST:

City Clerk

APPROVED AS TO FORM:

City Attorney

Development Services Manager